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Law Offices of

Stephen F. Voigt, P.A.
Attorney at Law

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July 17, 1997

VIA FEDEX

Florida Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

400002241634--7
-07/18/97--01089--008
*****70.00 *****70.00

RE: AFFORDABLE SARASOTA PROPERTIES, INC.

Dear Sir/Madam:

I have enclosed for your review and filing the original and one (1) copy of the Articles of Incorporation for AFFORDABLE SARASOTA PROPERTIES, INC., and a check in the amount of \$70.00 payable to The Florida Department of State for the following:

Filing Fee for Articles of Incorporation, F.S.	\$35.00
Filing Fee for Resident Agent F.S.	\$35.00

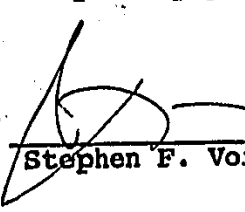
TOTAL: \$70.00

Please return a copy of the Certificate of Incorporation to this office.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,

By:


Stephen F. Voigt, Esq.

SFV/mz
Enclosures

JUL 21 1997

FILED
97 JUL 18 AM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AFFORDABLE SARASOTA PROPERTIES, INC.

FILED
97 JUL 18 AM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person is licensed and otherwise legally aughorized to sell real estate as a real estate broker in the State of Florida, and pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is AFFORDABLE SARASOTA PROPERTIES, INC.

ARTICLE II - TERM

This corporation shall commence to exist on the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE

This is a corporation for the purpose of and conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue SEVEN HUNDRED FIFTY (750) SHARES of ONE DOLLAR (\$1.00) PAR VALUE per share common stock.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 2664 MARLETTE STREET, SARASOTA, FL 34231.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address and the initial registered office of this corporation is STEPHEN F. VOIGT, P.A. and that address is 2414 BEE RIDGE ROAD, SARASOTA, FLORIDA 34239.

ONE HUNDRED PERCENT (100%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

RICHARD J. LANCASTER
2664 MARLETTE STREET
SARASOTA, FL 34231

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of July, 1997.

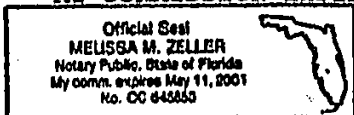

RICHARD J. LANCASTER

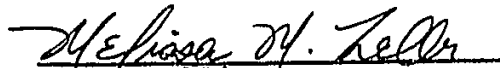
STATE OF FLORIDA)
COUNTY OF SARASOTA) SS.

FILED
97 JUL 18 AM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 17th day of July, 1997 by RICHARD J. LANCASTER, who is personally known to me or who has produced NA as identification and who did take an oath.

MY COMMISSION EXPIRES:




Notary Public
MELISSA M. ZELLER
Print Name

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of