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FLORIDA MANAGEMENT SERVICES

INDEPENDENT ACCOUNTANTS IN PUBLIC PRACTICE

97 AUG -4 PM 1:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/30/97

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

600002256066--2
-08/04/97--01041--017
****122.50 ****122.50

Re: Incorporation Application - FIVE STAR UTILITIES, INC.

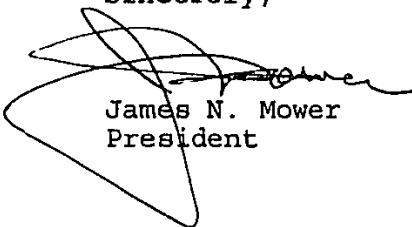
Attached are the Articles of Incorporation for the above
referenced Corporation and the necessary filing fees as follows:

Filing fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$52.50

	\$122.50
	=====

Please send the certified copy of the articles to the address
below.

Sincerely,


James N. Mower
President

PH 8/5/97

5201 West Kennedy Blvd., Suite 530, Tampa, Florida 33609
Tel. (813) 870-3292 ~ Fax (813) 286-9604

ARTICLES OF INCORPORATION
OF

FIVE STAR UTILITIES, INC.

FILED

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation,
a natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

FIVE STAR UTILITIES, INC.

2081 52nd Avenue North
St. Petersburg, Florida 33714

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful
activities or business permitted under the laws of the United
States, the State of Florida or any other state, country,
territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation
is authorized to have outstanding at any one time is 7,500 shares
of common stock having a par value of \$1 per share.

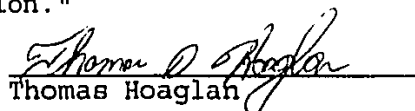
ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the
corporation shall be:

2081 52nd Avenue North
St. Petersburg, Florida 33714

The name and written acceptance of the initial registered agent of
the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation."


Thomas Hoaglan

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

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ARTICLE VI. DIRECTORS

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The corporation shall have one director, initially, ~~the name~~ ^{THE NAME OF STATE} TALLAHASSEE, FLORIDA
and street address of the initial member of the Board of
Directors is:

Director

Thomas Hoaglan
2081 52nd Avenue North
St. Petersburg, Florida 33714

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation
who shall hold office for the first year of the corporation, or
until their successors are elected or appointed are:

President/Secretary

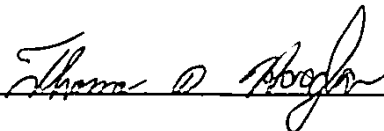
Thomas Hoaglan
2081 52nd Avenue North
St. Petersburg, Florida 33714

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles
of Incorporation is:

Thomas Hoaglan
2081 52nd Avenue North
St. Petersburg, Florida 33714


IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 31st day of July, 1997.



STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me
this 31st day of July, 1997.



Notary Public, State of Florida

