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August 22, 1997

BY FEDERAL EXPRESS

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

EXPECTIVE DATE
8-22-97

800002276518--6
-08/25/97--01140--005
****122.50 ****122.50

Re: Casa Blanca Apartments, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and the original and one copy of a Certificate Designating Registered Agent for the above-named corporation. Please file the original Articles and return a certified copy to this office.

Please note that under Article IV of the enclosed Articles of Incorporation the existence of the corporation commences on August 22, 1997.

Also enclosed is this firm's check in the amount of \$122.50, representing the filing fee of \$35.00, certified copy fee of \$52.50, and a registered agent fee of \$35.00.

Thank you for your assistance and cooperation in this matter.

Sincerely yours,


MICHAEL J. FREEDMAN

MJF:sms

Enclosures

7154\DIV-CORP.LTR

42 AUG 26 1997

FILED
97 AUG 25 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 AUG 25 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE
8-22-97

CASA BLANCA APARTMENTS, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

CASA BLANCA APARTMENTS, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact 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 that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The existence of this corporation shall commence on August 22, 1997, and this corporation shall have perpetual existence.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 643 Fairmont Avenue, Safety Harbor, FL 34695, and the name of the initial registered agent of this corporation at that address is Hanno Gerstner.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the shareholders. The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Hanno Gerstner	643 Fairmont Avenue Safety Harbor, FL 34695

ARTICLE VII

SUBSCRIBERS

The name and post office address of the subscriber to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Hanno Gerstner	643 Fairmont Avenue Safety Harbor, FL 34695

ARTICLE VIII

BY-LAWS

The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 22 day of August, 1997.



HANNO GERSTNER

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared HANNO GERSTNER, well known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged under oath before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 22nd day of August, 1997.


NOTARY PUBLIC
My commission expires:



MICHAEL J FREEDMAN
My Commission CC38:
Expires Apr. 21, 1998
Bonded by ANB
800-852-6878

7154\CASABLAN.ART

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

CASA BLANCA APARTMENTS, INC.

2. The name and address of the registered agent and office is:

HANNO GERSTNER

(NAME)

643 Fairmont Avenue

(P.O. BOX NOT ACCEPTABLE)

Safety Harbor, FL 34695

(CITY/STATE/ZIP)

SIGNATURE

Hanno Gerstner
(corporate officer)
Hanno Gerstner

TITLE President

DATE August 22, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Hanno Gerstner
Hanno Gerstner

DATE August 22, 1997

REGISTERED AGENT FILING FEE: \$35.00

FILED
97 AUG 25 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA