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KINGSLEY & KINGSLEY

ATTORNEYS AND COUNSELLORS AT LAW

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PLANTATION, FLORIDA 33322-4013

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September 11, 1997

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Bel Air Property Management & Maintenance, Inc.

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return a certified copy to our office in the envelope provided.

Enclosed herewith please find a check in the amount of \$122.50, as follows:

Filing Fee	35.00
Reg. Agent Fee	35.00
Certified Copy	52.50
TOTAL	\$122.50

Thank you for your cooperation.

Very truly yours,

KINGSLEY & KINGSLEY

By David J. Kingsley
David J. Kingsley

DJK/la

Enclosures

FILED
97 SEP 15 AM 10:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

9/16/97

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97 SEP 15 AM 10:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BEL AIR PROPERTY MANAGEMENT & MAINTENANCE, INC.

ARTICLE I

NAME

The name of this corporation is Bel Air Property Management & Maintenance, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of property management and maintenance services, and the transacting of any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock.

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance

of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL CORPORATE MAILING ADDRESS

The street address and the initial corporate mailing address are 4700 Hiatus Road, Suite 143A, Sunrise, Florida, 33351.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4700 Hiatus Road, Suite 143A, Sunrise, Florida, 33351, and the name of the initial Registered Agent of this corporation at that address is Todd Fisher.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Todd Fisher	4700 Hiatus Road, Suite 143A Sunrise, Florida 33351
Conrad Lawrence	4700 Hiatus Road, Suite 143A Sunrise, Florida 33351

ARTICLE IX

INCORPORATORS

The names and addresses of the persons signing these Articles are: Todd Fisher, 4700 Hiatus Road, Suite 143A,

102
Sunrise, Florida, 33351, and Conrad Lawrence, 4700 Hiatus Road,
Suite 143A, Sunrise, Florida, 33351.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any Officer or
Director, or any former Officer or Director, to the full extent
permitted by law.

ARTICLE XI

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporators have
executed these Articles of Incorporation this 11 day of
September, 1997.


TODD FISHER


CONRAD LAWRENCE

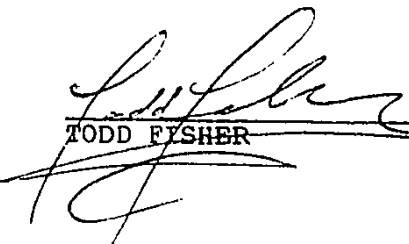
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:
FIRST: That Bel Air Property Management & Maintenance, Inc.,
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at the City of Sunrise, County of Broward, State of

Florida, has named Todd Fisher, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:


Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


TODD FISHER

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

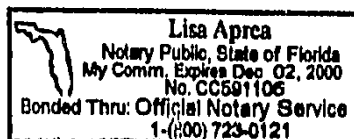
BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above personally appeared Todd Fisher and Conrad Lawrence known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, or who presented their Florida Driver's Licenses as identification, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11th day of September, 1997.



Notary Public
State of Florida at Large

My Commission Expires:



DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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