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MAGERS, NICHOLS & JOHNSTON, PA

CERTIFIED PUBLIC ACCOUNTANTS
POST OFFICE BOX 1747
1329 KINGSLEY AVENUE, SUITE D
ORANGE PARK, FLORIDA 32067-1747

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 SEP 29 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Noden SEP 30 1997

ARTICLES OF INCORPORATION
OF
ROYAL OAKS JOINT VENTURE, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: Royal Oaks Joint Venture, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 1747
Orange Park, FL 32067-1747

ARTICLE III

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 99.

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ARTICLE IV

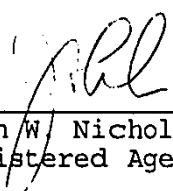
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

John W. Nichols
1329 KINGSLEY AVE., STE. D

Orange Park, Florida 32073

I accept the designation as registered agent this 22nd day
of September, 1997.



John W. Nichols
Registered Agent


ARTICLE V

INCORPORATOR

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

John W. Nichols
1329 Kingsley Avenue, Suite D
Orange Park, Florida 32073

The undersigned has executed these Articles of Incorporation
this 22nd day of September, 1997.



John W. Nichols
Incorporator

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