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NIXON & TOUNG
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819 NORTH GRANDVIEW AVENUE
DAYTONA BEACH, FLORIDA 32118

LAWRENCE J. NIXON*
BRIAN R. TOUNG**

*BOARD CERTIFIED CRIMINAL TRIAL LAWYER
1989-1994

**BOARD CERTIFIED CIVIL TRIAL LAWYER
BY THE FLORIDA BAR AND THE
NATIONAL BOARD OF TRIAL ADVOCACY

October 2, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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-10/20/97-01126-018

122.50 122.50

RE: CTT DEVELOPMENT, INC.

To whom it may concern:

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward a certified copy of the Articles to this office.

Also enclosed is a check for \$122.50 to cover the following costs and fees:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	35.00
	<u>\$122.50</u>

Thank you for your assistance in this matter.

Very truly yours,

BRIAN R. TOUNG

BRT/dc
Encls.

A CHASSEN OCT 21 1997

ARTICLES OF INCORPORATION
OF
CTT Development, Inc.

FILED
97 OCT 20 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be CTT Development, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 530 Riverside Drive, Ormond Beach Volusia County, Florida 32176. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
3. Development of various High Quality Resort, Assisted Living, and Residential Projects.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is One Hundred Shares, having a par value of One Dollar per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Brian R. Toung. The street address of the initial registered office shall be Brian R. Toung, P.A., 619 No. Grandview Avenue, Daytona Beach, Volusia County, Florida 32118.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is TEN DOLLARS other valuable consideration.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have Four Directors. The name and street address of the Board of Directors is:

<u>Name</u>	<u>Address</u>
Stephen B. Cejner President	530 Riverside Drive Ormond Beach, FL 32176
Gary A. Tadych Vice President	530 Riverside Drive Ormond Beach, FL 32176
Brian R. Toung, Secretary/Treasurer	530 Riverside Drive Ormond Beach, FL 32176

JonPaul M. Johnson

530 Riverside Drive
Ormond Beach, FL 32176

ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Stephen B. Cejner, President	530 Riverside Drive Ormond Beach, FL 32176

ARTICLE X - AMENDMENT

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

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock 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 the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 23rd day of September, 1997.



Stephen B. Cejner, President

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Stephen B. Cejner, to me known to be the person described in and who

executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

(Notary, please check below)

1. / Personally known to me
2. / Who has produced _____ as identification.

AND

/ Who did not take an oath
/ Who did take an oath

SWORN TO AND SUBSCRIBED before me
this 23rd day of Sept, 1997.

Diane Carpenter
Printed Name: Diane Carpenter
Notary Public
State and County Aforesaid.

My commission expires:

[Notary Seal]



DIANE CARPENTER
MY COMMISSION # CC455684 EXPIRES
May 21, 1999
BONDED THRU TROY FAIR INSURANCE, INC.



DIANE CARPENTER
MY COMMISSION # CC455684 EXPIRES
May 21, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That CTT Development, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Ormond Beach, State of Florida, has named Brian R. Toung, Esquire, located at 619 No. Grandview Avenue, City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

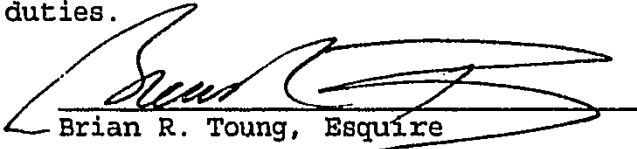

Stephen B. Cejner

Title: President

Date: September 22, 1997

FILED
97 OCT 20 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named 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 I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


Brian R. Toung, Esquire

Date: September 22, 1997