Watson & Osborne, P.A.
Attorneys at Law

KEITH WATSON
LEE S. OSBORNE
WILLIAM J. JOOS
ROBERT J. DYKES

REPLY TO:
2500 MONUMENT ROAD, SUITE 201

P97000105173

December 11, 1997

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

000002371810--9
-12/15/97--01047--003
*****70.00 *****70.00

RE: EL Properties, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of $70.00, payable to the Secretary of State, in payment of the requisite filing fee.

Please acknowledge receipt and filing in your usual manner. If possible, I would appreciate your returning a file-stamped copy to my office in the stamped, self-addressed enveloped provided for your convenience.

Thank you for your assistance in this matter.

Sincerely,

Amy J. Austin

Amy J. Austin
Legal Assistant

:aja
Enclosures

FILED
97 DEC 15 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9N 12-15-97

208 PONTE VEDRA PARK DR., SUITE 101
PONTE VEDRA BEACH, FL 32082
(904) 273-7009
FAX (904) 273-6369

6825 LILLIAN ROAD
JACKSONVILLE, FLORIDA 32211
(904) 724-6333
FAX (904) 727-6890

3030 HARTLEY ROAD, SUITE 290
JACKSONVILLE, FLORIDA 32257
(904) 260-6629
FAX (904) 260-5123

1566 DUNN AVENUE, SUITE 2
JACKSONVILLE, FLORIDA 32218
(904) 757-7830
FAX (904) 757-7527

2500 MONUMENT ROAD, SUITE 201
JACKSONVILLE, FLORIDA 32225
(904) 641-2720
FAX (904) 641-6506

ARTICLES OF INCORPORATION

FOR

EL PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is EL PROPERTIES, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the acquisition, management and sale of real property for profit, and to transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock will be issued and transferred only to: (1) natural persons, (2) estates, or (3) a trust as described in Title 26, United States Code, Section 1371, defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar ($1.00) each. The shares of stock are to be issued as follows:

NAME	SHARES
Edmond Safar	100

ARTICLE SIX

The street address of the corporation is 5605 Fort Sumter Road, Jacksonville, Florida 32210.

ARTICLE SEVEN

The number of directors constituting the initial board of directors of the corporation is two (2). The name, address and title of each person who is to serve as a member of the initial board of directors are:

NAME	ADDRESS
Edmond Safar President, Secretary Treasurer	5605 Fort Sumter Road Jacksonville, FL 32210
Lousia Safar Vice President	5605 Fort Sumter Road Jacksonville, FL 32210

ARTICLE EIGHT

The name and address of each incorporator are:

NAME	ADDRESS
Edmond Safar	5605 Fort Sumter Road Jacksonville, FL 32210

ARTICLE NINE

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation by a 50% majority vote of the stockholders then holding voting capital stock at a meeting of the stockholders called for that purpose, in the manner, not inconsistent with Florida law, set forth in the bylaws, if any. In the event of such dissolution, the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

Executed by the undersigned at Jacksonville, Florida on this 11th day of December, 1997.

WITNESSES:

Amy J. Austin

INCORPORATOR:

Edmond Safar

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Edmond Safar, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of December, 1997.

Notary Public, State of Florida
My Commission Expires:
SEAL

Lee S. Osborne
MY COMMISSION # CC657290 EXPIRES
July 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Lee S. Osborne
MY COMMISSION # CC657290 EXPIRES
July 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

INITIAL REGISTERED AGENT OF EL PROPERTIES, INC.

The address of the initial registered agent of the corporation is 5605 Fort Sumter Road, Jacksonville, Florida 32210, and the name of its initial registered agent at such address is Edmond Safar.

By his signature below, Edmond Safar accepts designation as registered agent of EL PROPERTIES, INC.

Edmond Safar
EDMOND SAFAR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA