

P98000003604

GLENN R. WELLER

4521 PGA BOULEVARD, #194 • PALM BEACH GARDENS, FL 33418

January 7, 1998

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*****78.50 *****78.50

Department Of State
Division Of Corporations
409 E. Gaines Street
Tallahassee, FL 32339

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for SouthCap Properties, Inc., the certificate designating the registered agent, and a check for \$78.50 representing the filing fee and the fee for a Certificate of Status. Please return the Certificate of Status to:

Glenn Weller
4521 PGA Boulevard, #194
Palm Beach Gardens, FL 33418

In the event you have any questions, I can be reached at (561) 691-9189. Thank you for your assistance in this matter.

Sincerely,

Glenn Weller

FILED
98 JAN 12 PM 1:14
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTHCAP PROPERTIES, INC.

FILED

98 JAN 12 PM 1:13

SEAL OF THE STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a Corporation under the following Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be SOUTHCAP PROPERTIES, INC.

ARTICLE II

The principal office of the Corporation is located at 6038 Linton Street, Palm Beach Gardens, Florida 33418 and mailing address of the Corporation is 4521 PGA Boulevard, Suite 194, Palm Beach Gardens, Florida 33418.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is 6038 Linton Street, Palm Beach Gardens, Florida 33418; and the initial Registered Agent of this Corporation at that address is Glenn R. Weller.

ARTICLE VII

The number of Directors constituting this Corporation's initial Board of Directors is one (1), whose name and address is as follows:

GLENN R. WELLER
4521 PGA Boulevard
Suite 194
Palm Beach Gardens, Florida 33418.

ARTICLE VIII

The name and address of the Incorporator is as follows:

GLENN R. WELLER
4521 PGA Boulevard
Suite 194
Palm Beach Gardens, Florida 33418.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

ARTICLE XI
PREEMPTIVE RIGHTS

The Shareholders of the Corporation have a preemptive right to acquire proportional amounts of the Corporation's unissued and/or treasury shares upon the decision of the Board of Directors to issue and/or transfer additional shares.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of SOUTHCAP PROPERTIES, INC. for the uses and purposes aforesaid this 15 day January of 1998.


Glenn R. Weller

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

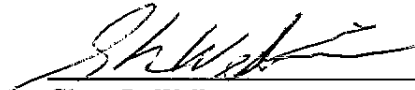
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that SOUTHCAP PROPERTIES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 6038 Linton Street, Palm Beach Gardens, County of Palm Beach, State of Florida, has named Glenn R. Weller as its Agent to accept Service of Process within this state.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above stated Corporation, at 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 the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and except the obligations of my position as registered agent.

DATED this 7 day of January, 1998.



Glenn R. Weller
Registered Agent

JAN 12 1998
TALLAHASSEE, FLORIDA