



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 692168 3487A

AUTHORIZATION :

Patricia P. [signature]

COST LIMIT : \$ 122.50

ORDER DATE : February 3, 1998

ORDER TIME : 11:43 AM

ORDER NO. : 692168-005

600002420236--2

CUSTOMER NO: 3487A

CUSTOMER: Ms. Laurie Wright
ICARD MERRILL CULLIS TIMM
FUREN & GINSBURG, PA
2033 Main Street, Suite 101
P. O. Drawer 4195
Sarasota, FL 34237

RECEIVED
98 FEB -3 PM 2:07
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: RINGLING/OSPREY ASSOCIATES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

ga
2/3/98

FILED
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
RINGLING/OSPREY ASSOCIATES, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE 1. - NAME

The name of the corporation is RINGLING/OSPREY ASSOCIATES, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 201 Gulf of Mexico Drive, Suite 6, Longboat Key, Florida, 34228. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 201 Gulf of Mexico Drive, Suite 6, Longboat Key, Florida, 34228. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

corporation is 2033 Main Street, Suite 600, Sarasota, Florida, 34237, and the name of the initial registered agent of this corporation at that address is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.; Attention: Michael J. Furen.

ARTICLE 8. - 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 Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Bob Fullerton
201 Gulf of Mexico Drive, Suite 6
Longboat Key, Florida 34228

James Clabaugh
201 Gulf of Mexico Drive, Suite 6
Longboat Key, Florida 34228

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

MICHAEL J. FUREN
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed

action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

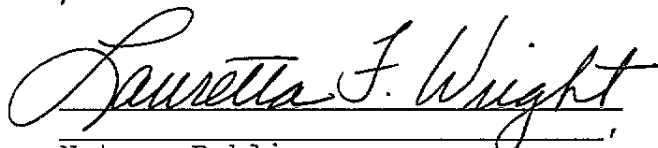
The undersigned Incorporator has executed these Articles of Incorporation on the 2nd day of February, 1998.


MICHAEL J. FUREN

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2nd day of February, 1998, by MICHAEL J. FUREN, who is personally known to me or who has produced N/A as identification.



Notary Public
State of Florida at Large
My Commission Expires:



ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
RINGLING/OSPREY ASSOCIATES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: 2-2-98.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: 

Michael J. Furen,
its authorized agent

Registered Agent

REIN\AOI