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****Board Certified Business Litigation Lawyer

Please refer to our file number:

Writer's direct line: 9012-3

Reply to: (941) 364-2729

Sarasota

February 2, 1998

Bureau of Corporate Records
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

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-02/04/98--01010--013
****122.50 ****122.50

Re: McLeod Land Services, Inc.

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Incorporation for the referenced Corporation, together with a check in the amount of \$122.50 to cover the following:

Filing of the Articles	\$35.00
Certified Copy of the Articles	52.50
Registered Agent	35.00

Please return the certified copy of the Articles of Incorporation to the undersigned via regular mail.

Very truly yours,

Gatha Kennedy Milhorn
Corporate Paralegal

CLG:gkm
Enclosures

(CLG:gkm\State.Art)

P. Hall
FEB - 5 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MCLEOD LAND SERVICES, INC.

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

ARTICLE I - NAME

The name of this Corporation is:

MCLEOD LAND SERVICES, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 50,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

7733 State Road 72
Sarasota, FL 34241

and, the mailing address of this Corporation shall be:

7733 State Road 72
Sarasota, FL 34141

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

James A. McLeod 7733 State Road 72
Sarasota, FL 34241

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

James A. McLeod 7733 State Road 72
Sarasota, FL 34241

Charles E. McLeod, Jr. 7733 State Road 72
Sarasota, FL 34241

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors,

proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

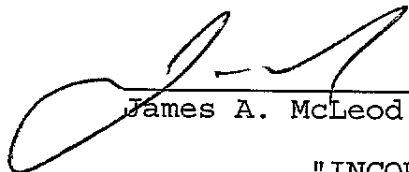
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX - INCORPORATOR

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

James A. McLeod 7733 State Road 72
Sarasota, FL 34241

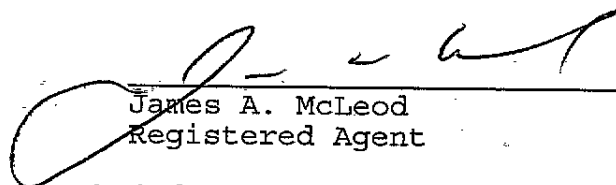
The undersigned has executed these Articles this 29th day
of January, 1998.


James A. McLeod

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for MCLEOD LAND SERVICES, INC. at the place designated in the Articles, 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 accept the obligations of my position as Registered Agent.

1/29/98
Date


James A. McLeod
Registered Agent