Certified Public Accountants

180000201 2600 Maitland Center Parkway

Suite 330

Maitland, Florida 32751 Telephone: 407 875-2760

Fax: 407 875-2762

February 25, 1998

900002444219 -03/02/98--01103--001 *****70.00 *****70.00

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Subject: Barbara J. Abrass, Inc.

Enclosed is an original and one copy of the articles of incorporation for the above-named corporation and a check for \$70.00

From:

Linda G.T. Parks, Incorporator

2600 Maitland Center Parkway, Suite 330

Maitland, FL 32751

(407) 875-2760



ARTICLES OF INCORPORATION

OF

BARBARA J. ABRASS, INC.

The undersigned Incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the corporation shall be Barbara J. Abrass, Inc.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 120 International Parkway, Suite 220, Heathrow, FL 32746

ARTICLE III

Corporate, Purpose, Power and Rights

The purpose for which the Corporation is organized and operated is to provide various services related to the holding of real property. More specifically, such purposes include, but are not limited to, the following:

- 1. Acquisition of real property assets.
- 2. Management of real property assets.
- 3. Development of real property assets.
- 4. Provide consulting services related to the sale, acquisition, management and development of real property assets.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the corporation has the authority to issue is 100 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2600 Building, 2600 Maitland Center Parkway, Suite 330, Maitland, Florida 32751. The mailing address is the same. The name of the initial registered agent is Linda G.T. Parks.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of the sole shareholder and president of the corporation. The name and address of such person who shall serve as initial director of the Corporation is:

Barbara J. Abrass 120 International Parkway Suite 220 Heathrow, FL 32746

ARTICLE VIII

Incorporator

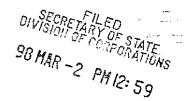
The name and address of the incorporator of the Corporation is:

Linda G.T. Parks 2600 Maitland Center Parkway Suite 330 Maitland, FL 32751

Executed this 25th day of February, 1998

Linda G.T. Parks

Incorporator



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE 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 ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Linda G.T. Parks Registered Agent

2-25-98

Date