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Please refer to our file number:

Writer's direct line: 7538-2

Reply to: (941) 364-2729

Sarasota

March 23, 1998

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

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-03/25/98--01012--001
****122.50 ****122.50

Re: Runnette Realty Resources, Inc.

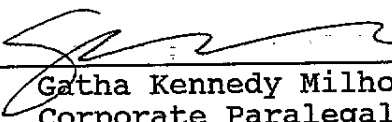
Dear Sir or Madam:

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

FILED
98 MAR 25 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(CLG:gkm)\State.Art

2/26/98

FILED

98 MAR 25 PM 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RUNETTE REALTY RESOURCES, 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:

RUNETTE REALTY RESOURCES, 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 1,000 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:

2100 Constitution Blvd.
Suite 157
Sarasota, Florida 34231

and, the mailing address of this Corporation shall be:

2100 Constitution Blvd.
Suite 157
Sarasota, Florida 34231

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

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

Bette T. Runnette 2100 Constitution Blvd.
Suite 157
Sarasota, Florida 34231

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of the first Board of Directors is:

Bette T. Runnette 2100 Constitution Blvd.
Suite 157
Sarasota, Florida 34231

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.

ARTICLE IX - INCORPORATOR

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

Bette T. Runnette 2100 Constitution Blvd.
Suite 157
Sarasota, Florida 34231

The undersigned has executed these Articles this 20th day
of March, 1998.

Bette T. Runnette
Bette T. Runnette

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for RUNNETTE REALTY RESOURCES, 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.

March 20, 1998
Date

Bette T. Runnette
Bette T. Runnette

"REGISTERED AGENT"

FILED
98 MAR 25 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA