



THE UNITED STATES
CORPORATION
COMPANY

P98000028331

ACCOUNT NO. : 072100000032

REFERENCE : 756721 80741A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 26, 1998

ORDER TIME : 12:15 PM

ORDER NO. : 756721-005

CUSTOMER NO: 80741A

CUSTOMER: Eugene O. George, Esq.
BOWMAN GEORGE SCHEB TOALE &
MARSHALL, P.A.
Suite 3
22 South Tuttle Avenue
Sarasota, FL 34237

000002469410--1
-03/26/98--01076--012
*****70.00 *****70.00

DOMESTIC FILING

NAME: HOLLAND HOUSE APARTMENTS OF
SARASOTA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 PM 3:13
RECEIVED
98 MAR 26 PM 1:07
DIVISION OF INCORPORATION

**ARTICLES OF INCORPORATION
OF
HOLLAND HOUSE APARTMENTS OF SARASOTA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 PM 3:13

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: HOLLAND HOUSE APARTMENTS OF SARASOTA, INC., and the address is: 332 N. Tamiami Trail, Sarasota, Florida 34236.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 332 N. Tamiami Trail, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is Joseph N. Marconi.

Article 6. Incorporator. The name and address of the Incorporator is as follows:

Joseph N. Marconi
332 N. Tamiami Trail
Sarasota, FL 34236

Article 7. Initial Board of Directors. The names and addresses of the individuals who are to serve as initial directors are as follows:

Joseph N. Marconi
4922 Hubner Circle
Sarasota, FL 34241

Linda B. Marconi
4922 Hubner Circle
Sarasota, FL 34241

William H. Aippersbach
2810 Forest Lake Drive
Sarasota, FL 34232

Rosemary C. Aippersbach
2810 Forest Lake Drive
Sarasota, FL 34232

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 PM 3:13

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 20 day of March 1998.

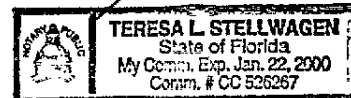

JOSEPH N. MARCONI, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me personally appeared JOSEPH N. MARCONI, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20th day of March, 1998.


Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of HOLLAND HOUSE APARTMENTS OF SARASOTA, INC., which is contained in the foregoing Articles of Incorporation, and acknowledges that he is familiar with and accepts the obligations of that position.

DATED this 20 day of March, 1998.


JOSEPH N. MARCONI, Registered Agent