

LAW OFFICES
RICHARD T. AVIS
1325 SNELL ISLE BLVD. NE
SUITE 205C
ST. PETERSBURG, FL. 33704
(813) 894-2626 * FAX 821-6363

OF COUNSEL

RICHARD T. AVIS ♦

♦ ALSO ADMITTED IN
N.Y. AND ILLINOIS

REFER TO FILE NO.

PA 80000036947
TRANSMITTAL LETTER
April 21, 1998

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

600002496776--6
-04/22/98--01077--008
*****70.00 *****70.00

SUBJECT: St. Pete Realty, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent and a check for \$70.00. Please stamp the original of these documents to show the date of incorporation and the filing number and remit to me. We do not require a certified copy at this time.

FROM/ Richard T. Avis, Esq.
RETURN TO: 1325 Snell Isle Blvd., Suite 205C
St. Petersburg, Fl. 33704

Thank you for your assistance in this matter.

Sincerely,
Richard T. Avis

RTA/lbj
Enclosures

FILED
98 APR 22 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Handwritten signature and date: 25/4/98

Handwritten mark: a circle with a diagonal slash

**ARTICLES OF INCORPORATION
OF
ST. PETE. REALTY, INC.**

FILED
98 APR 22 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

St. Pete. Realty, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1001 Fourth St. N.
St. Petersburg, Fl. 33701

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares (No Par Value)

The Company herein provides for preemptive rights.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kathy Stange
1001 Fourth St. N.
St. Petersburg, Fl. 33701

ARTICLE V INCORPORATOR

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

Kathy Stange
6330 18th St. NE.
St. Petersburg, Fl. 33702

The undersigned incorporator has executed these Articles of Incorporation this 21st day of April, 1998.


(Signature)

Kathy Stange

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. *The name of the corporation is:*

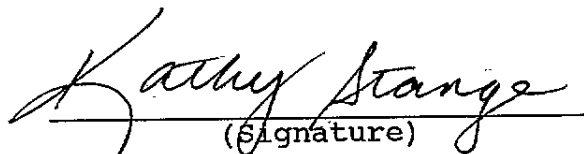
St. Pete. Realty, Inc.

2. *The name and address of the registered agent and office is:*

Kathy Stange
1001 Fourth St. N.
St. Petersburg, Fl. 33701

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.


(Signature)
Kathy Stange