

WESTMAN AND LINTZ
ATTORNEYS AT LAW
1970 MICHIGAN AVENUE - BUILDING F
COCOA, FLORIDA 32922

ROBERT T. WESTMAN
LESTER LINTZ

TELEPHONE 407/690-1970
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May 1, 1998

P 98 000041176

SECRETARY OF STATE
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32301

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY -4 AM 9:30

FILED

Re: Nisbet Realty, Inc.

Enclosed find the following documents:

1. Original and one copy of Articles Of Incorporation.
2. Original and one copy of Registered Agent Certificate.
3. Our trust account check #2181 payable to the Secretary Of State in the amount of \$122.50.

Our check represents the following fees:

Filing fee	\$ 35.00
Certified copy of Articles	52.50
Registered Agent fee	<u>35.00</u>
	\$122.50.

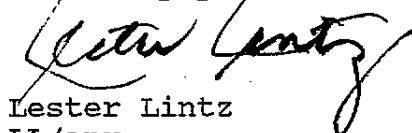
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-05/04/98--01113--024

***122.50 ***122.50

Please return the certified copy of the Articles Of Incorporation.

Sincerely yours,



Lester Lintz
LL/anr
Enclosures

Copy to: V. Sue Nisbet

F. CHESSEY MAY 7 1998

ARTICLES OF INCORPORATION

OF

NISBET REALTY, INC.

FILED
98 MAY -4 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is NISBET REALTY, INC.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these Articles are filed with the Secretary Of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$5.00 par value common stock.

Article V - Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 490 Peachtree Street, Cocoa, FL 32922.

The name of the initial Registered Agent of this corporation at that address is V. SUE NISBET.

The principal office of this corporation is 490 Peachtree Street, Cocoa, FL 32922.

Article VI Initial Board Of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time

to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation are :

V. SUE NISBET
675 South Tropical Trail
Merritt Island, FL 32952

CLAIR NISBET QUENZLER
977 South Tropical Trail
Merritt Island, FL 32952.

Article VII - Incorporator

The name and address of the person signing these Articles is:

V. SUE NISBET
675 South Tropical Trail
Merritt Island, FL 32952.

Article VIII - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board Of Directors and the Stockholders.

Article IX - Compensation of Directors

The Stockholders of this corporation shall have the exclusive authority to fix the compensation of Directors of this corporation.


Article X - Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment hereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles Of Incorporation this 1st day of May, 1998.




V. SUE NISBET
Subscriber


ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 1st day of May, 1998, by V. SUE NISBET, who is personally known to me.



Notary Public (SEAL)


 Lester Lintz
My Commission CC707320
Expires February 19, 2002

REGISTERED AGENT CERTIFICATE

The below named corporation maintains an office at the address below, and appoints the below named person as its Registered Agent thereat to accept service of process on behalf of said corporation:

REGISTERED AGENT'S NAME: **V. SUE NISBET**
PRINCIPAL STREET ADDRESS OF CORPORATION: 490 Peachtree Street
Cocoa, FL 32922


NISBET REALTY, INC.

By: 
V. SUE NISBET
President

98 MAY -4 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, having been appointed as Registered Agent to accept service of process on behalf of said corporation at the office designated above, hereby accepts said appointment and agrees to keep said office open as required by law.


V. SUE NISBET
Registered Agent