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FOUNDER
LOUIS A. de la PARTE

June 18, 1998

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Corporate Quarters, Inc.

000002567810-3
-06/22/98-01088-005-3
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find (1) the signed original Articles of Incorporation for Corporate Quarters, Inc., (2) the executed Acceptance of Appointment as Registered Agent, and (3) a check payable to Florida Department of State in the amount of \$122.50 which represents \$70.00 for the State filing fee and \$52.50 for a certified copy of the Articles.

After filing the Articles, please mail a certified copy of the Articles to me at the following address:

Mr. Daniel G. Drake
417 Overland Drive
Brandon, FL 33511

Thank you in advance.

Sincerely,

de la PARTE, GILBERT & BALES, P.A.


Daniel G. Drake

Enclosures

CB
6-24-98
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**ARTICLES OF INCORPORATION
OF
CORPORATE QUARTERS, INC.**

The undersigned Incorporator makes, subscribes, acknowledges, and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be "Corporate Quarters, Inc."

ARTICLE II

TERM OF EXISTENCE

The duration of this Corporation shall be perpetual until dissolved according to law.

ARTICLE III

CORPORATE PURPOSES

This Corporation is formed for any lawful purpose. In addition, this Corporation may invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for conducting any lawful business.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000), which shall be common shares and having a par value of \$1.00 per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share held on all matters on which shareholders have the right to vote.

FILED
98 JUN 22 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT

The initial Registered Agent of this Corporation shall be Daniel G. Drake, and he shall accept service of process within this state, and serve in such capacity until a successor is duly designated. The street address of the initial registered office of this Corporation shall be: One Tampa City Center, Suite 2300, Tampa, Florida 33602.

ARTICLE VI

PRINCIPAL OFFICE

The street and mailing address of the initial principal office of this Corporation shall be: 417 Overland Drive, Brandon, Florida 33511.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) Director. Except for the number constituting the initial Board of Directors, the appointment of directors shall be decided by majority vote of the shareholders.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and street addresses of the members of the initial Board of Directors of this Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office, or death are:

Name:

Daniel G. Drake

Address:

417 Overland Drive
Brandon, Florida 33511

Dana K. Drake

417 Overland Drive
Brandon, Florida 33511

Diane Rodriguez

322 Heartland Boulevard
Mulberry, Florida 33860

ARTICLE IX

VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE X

INCORPORATOR

The name and street address of the Incorporator is:

Daniel G. Drake
417 Overland Drive
Brandon, Florida 33511

ARTICLE XI

BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders and shall be decided by majority vote of the shareholders.

ARTICLE XII

INDEMNIFICATION

The Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation or any provision herein may be amended, changed or

repealed at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

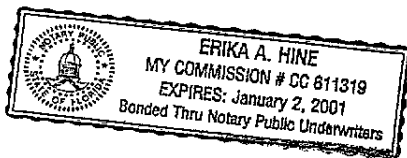
IN WITNESS WHEREOF, the Incorporator executed these Articles of Incorporation this 18 day of JUNE, 1998.



Daniel G. Drake, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 18th day of June, 1998, by Daniel G. Drake, who is personally known to me or who has produced N/A as identification.




Print, Type or
Stamp Name: ERIKA A. HINE
Notary Public, State of Florida
Serial No., if any: _____

#87967

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Daniel G. Drake, Registered Agent

A handwritten signature in black ink, appearing to read "Daniel G. Drake", with a large, stylized initial "D" at the start.

Date: JUNE 18, 1998

#87967

FILED
98 JUN 22 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA