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July 30, 1998

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

Gentlemen:

I enclose Articles of Incorporation of Royal Sands Properties,
Inc., of Tampa, Florida.

A check in the amount of \$70.00 covering the required fee is
also enclosed.

Filing Fee	\$ 35.00
Registered Agent	35.00
	<u>\$ 70.00</u>

Sincerely,



Francisco J. Otero-Cossio
4521 W. Idlewild
Tampa, FL 33614-5437

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/8-6-98

ARTICLES OF INCORPORATION

The undersigned incorporators of these Articles of Incorporation, being natural persons, competent to contract, hereby form a corporation under the laws of the State of Florida by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation is Royal Sands Properties, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - PURPOSES OF CORPORATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all power conferred from time to time by law upon corporations formed under such Act.

ARTICLE III - EFFECTIVE DATE

The effective date of incorporation shall be the date of filing of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

The total authorized capital stock of this corporation shall be 7,000 shares of common stock of \$1.00 par value per share. The whole or any part of the capital stock of said corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Directors.

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Property or labor may also be purchased with the capital stock at such a valuation as shall be determined by the Directors.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be \$300.00.

ARTICLE VI - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VII - ADDRESS

The principal place of business of said corporation shall be at 4521 W. Idlewild, Tampa, Florida 33614-5437, with the privilege of, however, transferring such principal place of business or having branch offices or places of business at any other place or places within or without the State of Florida.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

Mr. Francisco J. Otero-Cossio of 4521 W. Idlewild, Tampa, Florida 33614-5437, is hereby designated as Resident Agent for the corporation as required by law.

ARTICLE IX - INCORPORATORS

The name and address of the incorporators and the number of shares or stock which each has agreed to take is:

Name	Shares	Address
Francisco J. Otero-Cossio	100	4521 W. Idlewild Tampa, FL 33614-5437
Jeffrey B. Martin	100	15007 Roundup Drive Tampa, FL 33624-2321
Javier L. Otero-Cossio	100	4521 W. Idlewild Tampa, FL 33614-5437

ARTICLE X - DIRECTORS

The corporation shall have 3 Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws, but shall never be less than two.

ARTICLE XI - INITIAL DIRECTORS

The names and addresses of the initial Directors of the corporation, who, subject to the provisions of this Certificate of Incorporation and the By-Laws, have qualified and been elected are:

Name	Address
Francisco J. Otero-Cossio	4521 W. Idlewild Tampa, FL 33614-5437
Jeffrey B. Martin	15007 Roundup Drive Tampa, FL 33624-2321
Javier L. Otero-Cossio	4521 W. Idlewild Tampa, FL 33614-5437

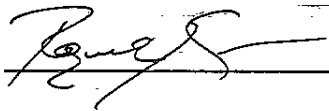
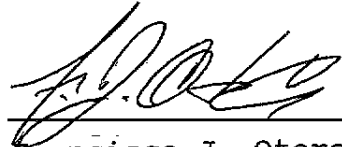
ARTICLE XII - INITIAL OFFICERS

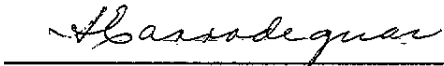
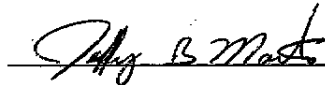
The names and addresses of the first officers of the corporation, who, subject to the provisions of this Certificate of Incorporation and the By-Laws, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

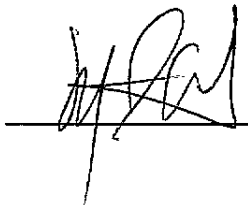

Name	Office	Address
Francisco J. Otero-Cossio	President	4521 W. Idlewild Tampa, FL 33614-5437
Jeffrey B. Martin	Vice-President	15007 Roundup Drive Tampa, FL 33624-2321
Javier L. Otero-Cossio	Secretary & Tresurer	4521 W. Idlewild Tampa, FL 33614-5437

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Tampa, Florida, for the uses and purposes of aforesaid, on this 30th day of July, 1998.

Signed in presence of:


_____

Francisco J. Otero-Cossio
_____

Jeffrey B. Martin
_____

Javier L. Otero-Cossio

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Francisco J. Otero-Cossio, Jeffrey B. Martin and Javier L. Otero-Cossio who are well known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me, according to law, that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal at Tampa, Florida, this 30th day of July, 1998.


Notary Public



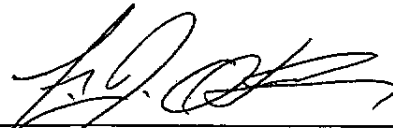
ROYAL SANDS PROPERTIES, INC.

ACCEPTANCE OF SERVICE AS RESIDENT AGENT

The undersigned, Francisco J. Otero-Cossio of 4521 W. Idlewild, Tampa, Florida 33614-5437, having been named as resident agent to accept service of process for the above named corporation, at the registered office designated in these Articles of Incorporation, hereby agrees and consents to act in that capacity.

The undersigned is familiar with and accepts the duties and the obligations of Section 607.325, Florida Statutes.

Dated this 30th day of July, 1998.



Francisco J. Otero-Cossio

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TALLAHASSEE, FLORIDA