

P98000/05707

HAROLD E. WOLFE, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 302, EXECUTIVE CENTRE

2300 PALM BEACH LAKES BOULEVARD

WEST PALM BEACH, FLORIDA 33409-3303

TELEPHONE: (561) 697-4100

FAX: (561) 697-4100

E-MAIL: hewjr@ix.netcom.com

HAROLD E. WOLFE, JR.*

*ADMITTED TO BARS OF:

FLORIDA

GEORGIA

ALABAMA

* FLORIDA BAR BOARD
CERTIFIED TAX ATTORNEY
* FLORIDA BAR BOARD
CERTIFIED ESTATE
PLANNING AND PROBATE

December 16, 1998

VIA U.P.S. OVERNIGHT

Secretary of State
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

600002716066--6

-12/18/98--01069--008

****735.00 *****78.75

Re: Qualified Subchapter S Subsidiaries
of L, N & N Corp.

Dear Sirs:

Enclosed for filing with the Florida Department of State,
Division of Corporations, are the following Articles of
Incorporation:

1. L, N & N CORP. OF 2353 N. MILITARY TRAIL, INC.
2. L, N & N CORP. OF 2233 INDIAN ROAD, INC.
3. L, N & N CORP. OF 11482 OKEECHOBEE BOULEVARD, INC.
4. L, N & N CORP. OF 11490 OKEECHOBEE BOULEVARD, INC.
5. L, N & N CORP. OF 1400 ROYAL PALM BEACH BOULEVARD, INC.
6. L, N & N CORP. OF 4570 HIBISCUS STREET, INC.

We would appreciate your filing these Corporations immediately
since it is imperative that they be incorporated no later than
Friday, December 18, 1998. Each separate Corporation requires the
following filing fees:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Designation	35.00

Total \$122.50

P. Hall

DEC 21 1998
12

ARTICLES OF INCORPORATION

OF

L, N & N CORP.

OF

11482 OKEECHOBEE BOULEVARD

FILED

98 DEC 18 PM 4:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation for profit under the provisions of the Florida General Corporation Act and other laws of the State of Florida and adopt the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The corporation's name shall be L, N & N CORP. OF 11482 OKEECHOBEE BOULEVARD

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted and purposes for which the corporation is organized shall be:

A. To acquire by purchase, lease or otherwise and to improve and develop real property for investment or lease; to erect buildings, dwellings, apartment houses and other buildings, private and public, of all kinds and to sell or rent the same; to hold real estate for investment purposes. To lay out, grade, pave, and dedicate roads, parking lots and other similar facilities involved with buildings or other investment real estate. To buy, sell, mortgage, exchange, lease, let, hold for investment or

otherwise, use, and operate real estate of all kinds, improved or unimproved, or any right or interest therein; and to do all things which are incident to or necessary for any of the foregoing.

B. To do anything necessary and proper for the accomplishment or furtherance of any of the corporation's purposes or objects enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation, and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such corporation's purposes or objects.

C. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of one (\$1.00) dollar per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than One Thousand (\$1,000) dollars.

ARTICLE V - TERM OF EXISTENCE

The corporate existence commence as of the date and time these Articles of Incorporation shall have been duly filed with the Secretary of State in accordance with the Florida Corporation Act.

The corporation shall thereafter exist perpetually unless dissolved according to law.

ARTICLE VI - ADDRESS OF CORPORATION AND REGISTERED AGENT

The initial street and mailing address of the corporation's principal office shall be 2600 North Flagler Drive, Suite 1012, West Palm Beach, Florida 33407. The street and mailing address of the corporation's initial registered office in the State of Florida will be 2600 North Flagler Drive, Suite 1012, West Palm Beach, Florida 33407.

ARTICLE VII - REGISTERED AGENT

The name of the corporation's initial registered agent is John M. Logsdon.

ARTICLE VIII - BOARD OF DIRECTORS

A. The corporation's initial Board of Director shall consist of three (3) members.

B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

C. The name and mailing address of the initial member of the Board of Directors who shall serve until the first annual meeting

of stockholders and their successors shall have been elected and qualified is:

<u>NAME</u>	<u>MAILING ADDRESS</u>
John M. Logsdon	200 Mockingbird Trail Palm Beach, Florida 33480
Patrick F. Nicolini	P.O. Box 1801 Dade City, Florida 33526
Donald N. Nicolini	2087 N. Waterway Drive North Palm Beach, Florida 33408

D. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any stockholders' annual or special meeting for any cause deemed sufficient by such stockholders.

ARTICLE IX - INCORPORATOR TO ARTICLES

The following are the name and mailing address of the incorporator to these Articles of Incorporation:

<u>NAME</u>	<u>MAILING ADDRESS</u>
L, N & N CORP.	2600 North Flagler Drive Suite 1012 West Palm Beach, Florida 33407

ARTICLE X - BY LAWS

The corporation's stockholders shall have the sole power to adopt, amend or repeal By-Laws for the corporation's management, and the duties of the corporate officers shall be as prescribed by such By-Laws.

ARTICLE XI - QUALIFIED SUBCHAPTER "S" SUBSIDIARY

The incorporator hereby intends that this corporation shall be a "Qualified Subchapter S Subsidiary" (as defined Section 1361(b)(3)(B) of the Internal Revenue Code of 1986, as amended), of which the incorporator will be the sole stockholder. The incorporator directs that a proper election as a "Qualified Subchapter S Subsidiary" to treat this corporation as such shall be made under Section 1361(b)(3)(B)(ii) of the Internal Revenue Code of 1986, as amended. This corporation shall be operated consistently with the rules applicable for "Qualified Subchapter S Subsidiaries" contained in Section 1361(b)(3) of the Internal Revenue Code of 1986, as amended, and any treasury regulations promulgated thereunder.

ARTICLE XII - ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all of the following powers:

A. To enter into, or become a partner in any arrangement for sharing profits, union of interest, partnership, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

B. To purchase and acquire any or all of its shares owned and held by (i) any such stockholder who should desire to sell,

transfer or otherwise dispose of his or her shares, or (ii) any stockholder who dies; provided, however, the corporation's capital shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, (6) a Section 401(k) plan, (7) a medical reimbursement or other medical insurance plan, (8) a disability plan, or (9) any other retirement or incentive compensation plan.

D. Whenever the corporation is engaged in the business of exploiting natural resources or other wasting assets, dividends may be declared and paid in cash out of depletion or similar reserves at the discretion of the Board of Directors, all in conformity with the provisions of the Florida General Corporation Act.

E. This corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested

directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE XIII - RATIFICATION OF PROMOTER'S ACTIONS

AND ADOPTION OF CONTRACTS

This corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. This corporation further ratifies all acts of the hereinbefore mentioned incorporators performed prior to the effective date of these Articles of Incorporation and done on the corporation's behalf. The corporation further authorizes its Directors to assume all expenses made on the corporation's behalf prior to its existence for any and all expenses incurred in the corporation's organization and formation.

ARTICLE XIV - AMENDMENT

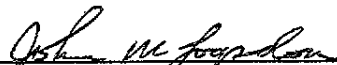
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by holders of sixty percent (60%) of the shares of stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

17th day of December, 1998.

L, N & N CORP.


BY:



JOHN M. LOGSDON,
Its President

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME personally appeared JOHN M. LOGSDON, the signor who personally appeared before me at the time of this notarization, and is personally known to me or has produced _____ as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of December, 1998.

 Nelda Sue White
My Commission CC676225
Expires September 01, 2001



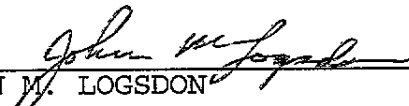
Notary Public
State of Florida at Large
My Commission No. is:

My Commission Expires:

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That L, N & N CORP. OF 11482 OKEECHOBEE BOULEVARD desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of West Palm Beach, State of Florida, has named John M. Logsdon, located at 2600 N. Flagler Drive, Suite 1012, West Palm Beach, Florida 33407, as its agent to accept service of process.

Signature: 
JOHN M. LOGSDON
Title: President
Date: 12/17/98

FILED
98 DEC 18 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept his appointment as registered agent on whom process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



JOHN M. LOGSDON

12/17/98

DATE

Articles of Inc - 11482 Okeechobee Boulevard

FILED
98 DEC 18 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA