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HENRY A. FRICKE

ATTORNEY AT LAW

CRYSTAL CORPORATE CENTER - SUITE 200 - A

2500 MILITARY TRAIL

BOCA RATON, FLORIDA 33431

TELEPHONE (561) 241-1813

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April 28, 1999

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-04/29/99--01025--003

via Federal Express *****122.50 *****78.75

Re: Incorporation of "PINEAPPLE GROVE MANAGEMENT, INC."

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for PINEAPPLE GROVE MANAGEMENT, INC., together with a check in the amount of \$122.50, representing the following:

Filing Fee:	\$ 35.00
Fee for certified copy:	52.50
Fee for designation of registered agent:	<u>35.00</u>
Total:	<u>\$122.50</u>

When the Articles of Incorporation have been filed, please return to me a certified copy of the Articles of Incorporation and registered agent certificate. A self-addressed, postage prepaid, envelope is enclosed for your convenience.

Should you have any questions concerning this filing, please do not hesitate to contact me.

Very truly yours,

Henry A. Fricke
Henry A. Fricke, Esq.

HAF:lc

Enc.

C:\My Documents\Winn Dixie\Pineapple Grove Management, Inc\SecyState-Articles.ltr.doc

FILED
99 APR 29 AM 9:20
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CP
5-4-99
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ARTICLES OF INCORPORATION
OF
PINEAPPLE GROVE MANAGEMENT, INC.

FILED
99 APR 29 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME AND INITIAL PRINCIPAL OFFICE

The name of the corporation is "PINEAPPLE GROVE MANAGEMENT, INC." (hereinafter referred to as the "Corporation"). The initial principal office and mailing address of the Corporation is 2500 Military Trail, Suite 200, Boca Raton, Florida 33431.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III

TERM

The term for which the Corporation shall exist shall be perpetual and it will commence three days prior to the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 500 shares of common stock, par value \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and registered agent of the Corporation in this state is 2500 Military Trail, Suite 200, Boca Raton, Florida 33431. The name of the initial registered agent of the Corporation at that address is Henry A. Fricke, Esq.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one.

ARTICLE VII
INCORPORATOR

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


Name

Henry A. Fricke, Esq.

Address

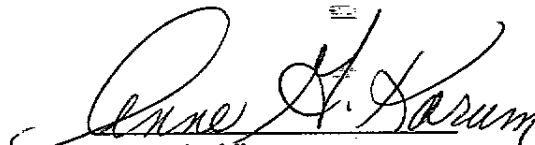
2500 Military Trail
Suite 200
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 28th of April, 1999.


HENRY A. FRICKE, ESQ.,
Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 28th day of April, 1999 by
HENRY A. FRICKE, ESQ., who is personally known to me.


Notary Public

My Commission Expires:




CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PINEAPPLE GROVE MANAGEMENT, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in Boca Raton, Florida, has named HENRY A. FRICKE, ESQ., whose address is 2500 Military Trail, Suite 200, Boca Raton, Florida 33431, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for PINEAPPLE GROVE MANAGEMENT, INC. at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept, the obligations of serving as the Registered Agent for the Corporation and agree to comply with the applicable provisions of the Florida Statutes.

Dated this 28th day of April, 1999.


HENRY A. FRICKE, ESQ.,
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 29 AM 9:20

FILED