

307 Airport Pulling Rd. North
P.O. Box 7128, Naples, FL 34101
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Attorneys at Law
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JEFFREY C. QUINN
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P99000055697
LAW OFFICES

Sparkman, Quinn, P.A.

June 10, 1999

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****122.50 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: SOUTHERN-LADY PROPERTY MANAGEMENT, INC.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of SOUTHERN-LADY PROPERTY MANAGEMENT, INC.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,


RICHARD D. SPARKMAN

RDS/tl

Enclosures as stated

99 JUN 17 PM 5:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

D. BROWN JUN 18 1999

ARTICLES OF INCORPORATION

OF

SOUTHERN-LADY PROPERTY MANAGEMENT, INC.

FILED
99 JUN 17 PM 5:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is SOUTHERN-LADY PROPERTY MANAGEMENT, INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is Lessie Ruth

Raffield, Post Office Box 418, Chokoloskee, Florida 34138.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Pulling Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Richard D. Sparkman, 307 Airport Pulling Road North, Naples, Florida 34104.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is Post Office Box 418, Chokoloskee, Florida 34138.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS

The name and address of the Incorporator is Lessie Ruth Raffield, Post Office Box 418, Chokoloskee, Florida 34138.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 14 day of June

, 1999, in Naples, Collier County, Florida.

Lessie Ruth Raffield

STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared LESSIE RUTH RAFFIELD, known to me personally or identified to me by FLDL R 143-522-89-770.0 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that she executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 15 day of June, 1999.

Lynn M. Johnson
Notary Signature

Printed Name _____

Seal: _____

Commission No. _____



LYNN M. JOHNSON
COMMISSION # CC 555926
EXPIRES JUL 8, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

DESIGNATION OF REGISTERED AGENT

LESSIE RUTH RAFFIELD, the incorporator of SOUTHERN-LADY PROPERTY MANAGEMENT, INC. hereby designates RICHARD D. SPARKMAN of 307 Airport Pulling Road North, Naples, Florida 34104, to be the registered agent of SOUTHERN-LADY PROPERTY MANAGEMENT, INC. and RICHARD D. SPARKMAN by and through this document, hereby accepts the appointment to be registered agent of SOUTHERN-LADY PROPERTY MANAGEMENT, INC.

Lessie Raffield
Incorporator

SWORN TO and subscribed before me on this 15 day of June, 1999.

Lynn M. Johnson
Notary Public



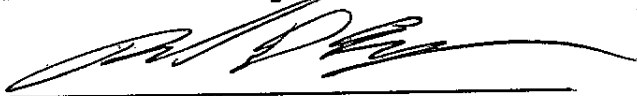
LYNN M. JOHNSON
COMMISSION # CC 555926
EXPIRES JUL 8, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

Printed Name of Notary
Seal:
My Commission Expires:

WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR

SOUTHERN-LADY PROPERTY MANAGEMENT, INC.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.



RICHARD D. SPARKMAN

SWORN TO and subscribed before me on this 15 day
of June, 1999.

personally known

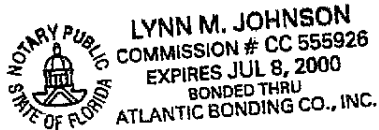


Notary Public

Printed Name of Notary Public

Seal:

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA