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LAWRENCE K. JUDD

ATTORNEY AT LAW

SUITE 206

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FAX (954) 462-8456

August 20, 1999

VIA FEDEX

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. Gaines Street
Tallahassee, Florida 32399

Re: VICTORIA COURT, INC.

800002968188-1

-08/24/99-01042-010

*****78.75 *****70.00

Gentlemen/women:

An original of the Articles of Incorporation for the above-named new Florida corporation is enclosed for filing, together with one photocopy of the same and our check payable to the Secretary of State for \$78.75 for filing and certified copy fees.

Please return the certified copy of the Articles to our office address.

Thank you for your services.

Very truly yours,



Lawrence K. Judd

LKJ/no
Encls.
Cc: Shelby G. Smith

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 24 AM 10:29

FILED

TS8/27/99

ARTICLES OF INCORPORATION

OF

VICTORIA COURT, INC.

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purposes of organizing a business corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation ("Corporation") is VICTORIA COURT, INC.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 597 South Andrews Avenue, Ft. Lauderdale, FL 33302.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is Five Hundred (500) shares, common, having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL DIRECTOR(S)

The initial board of directors shall consist of two (2) members. The number of directors may be either increased or decreased from time to time in the manner provided in the ByLaws, but shall never be less than one (1). The names and addresses of the persons who will serve on the initial board of directors are:

Shelby G. Smith 310 S.E. 11th Avenue
Ft. Lauderdale, FL 33301

C. Craig Edewaard 597 So. Andrews Avenue
Ft. Lauderdale, FL 33302

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its initial reregistered agent at that office address is:

Lawrence K. Judd
901 S.E. 17th Street, Suite 206
Ft. Lauderdale, FL 33316

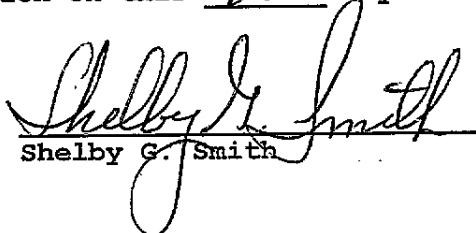
ARTICLE VI - INCORPORATOR

The name and street address of the person signing these articles of incorporation is:

Shelby G. Smith
310 S.E. 11th Avenue
Ft. Lauderdale, FL 33301

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 20 day of August, 1999.


Shelby G. Smith

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for VICTORIA COURT, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Lawrence K. Judd

Date: August 20, 1999