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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 SEP -8 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CALLISON CASE
CALLISON CASE

SEP 15 1999

Examiner's Initials

ARTICLES OF INCORPORATION

OF

PINE RIDGE APTS. OF BREVARD, INC.

* * * * *

The undersigned incorporator, a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida and does hereby certify that:

ARTICLE I - Name. The name of the corporation shall be PINE RIDGE APTS. OF BREVARD, INC.

ARTICLE II - Address. The initial street address of the principal office of the corporation shall be 1821 N. Indian River Drive, Cocoa, FL 32922 .

ARTICLE III - Duration. The corporation shall commence existence as of the date of the filing hereof and shall have perpetual duration.

ARTICLE IV - Purpose. The corporation is organized for any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - Capital Stock. The corporation shall have the authority to issue the following aggregate number of shares of common stock which shall each have the par value as shown, to wit:

1,000 Shares - \$1.00 Par Value

The consideration to be paid for each share shall be fixed by the Board of Directors. The common stock of the corporation shall qualify as Small Business Company Stock pursuant to Section 1244 of the Internal Revenue Code.

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TALLAHASSEE, FLORIDA

ARTICLE VI - Registered Office and Agent. The name of the initial Registered Agent, who is also hereby designated the initial Resident Agent for the purpose of service of process and the street address of the initial registered office of the corporation are as follows:

JEFFERY ALAN BOOTS
1821 N. Indian River Drive
Cocoa, FL 32922

ARTICLE VII - Board of Directors. The initial Board of Directors shall consist of one (1) member. The number of directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial member of the Board of Directors of the corporation is:

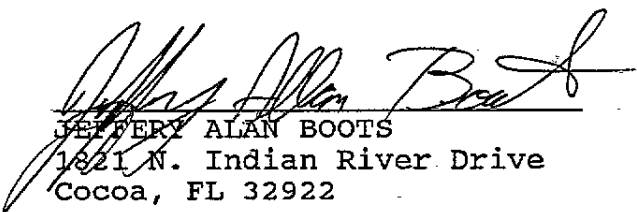
JEFFERY ALAN BOOTS
1821 N. Indian River Drive
Cocoa, FL 32922

ARTICLE VIII - Incorporators. The name and address of the Incorporator is shown beneath the signature line at the end of these Articles.

ARTICLE IX - Corporate Counsel. The attorney preparing and filing these Articles on behalf of the corporation, and its initial General Counsel is DAVID L. WILDMAN, ESQUIRE, P.O. Box 1029, Melbourne, Florida 32902.

ARTICLE X - Amendments. The corporation reserves the right to amend these Articles of Incorporation.

These Articles of Incorporation are executed by the undersigned Incorporator in Brevard County, Florida, this 7th day of September, 1999.


JEFFERY ALAN BOOTS
1821 N. Indian River Drive
Cocoa, FL 32922


STATE OF FLORIDA :

COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this 7th day of September, 1999, by JEFFERY ALAN BOOTS.



Sheila A. Cline
MY COMMISSION # CC667724 EXPIRES
August 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC

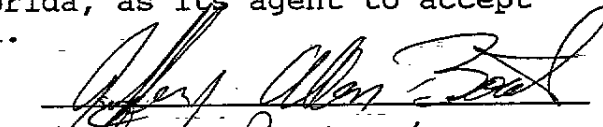
SHEILA A. CLINE
PRINTED NAME OF NOTARY

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

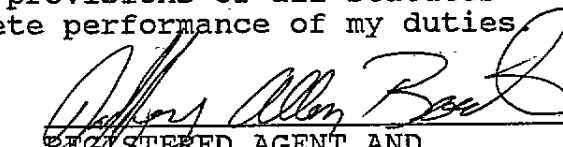
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In compliance with Section 48.091, Florida Statutes,
the following is submitted:

First--That PINE RIDGE APTS. OF BREVARD, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Cocoa, State of Florida, has named JEFFERY ALAN BOOTS, located at 1821 N. Indian River Drive, Cocoa, FL 32922, Florida, as its agent to accept service of process within Florida.


Title: President
Date: 09/07/99

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


REGISTERED AGENT AND
RESIDENT AGENT
Date: 09/07/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA