GRIFFIN, LANSKY & ASSOCIATES

ATTORNEYS AT LAW

915 OAKFIELD DRIVE SUITE F

EILEEN HAFFEY GRIFFIN GLEN R. LANSKY DEBORAH CERMINARO CHRISTINE A. SHIVER



December 1, 1999

Tracy Smith Document Specialist Florida Dept of State 409 E. Gaines Street Tallahassee, Florida 32399

11/29/99--01037--024

*****78.75 *****78.75

Telephone

Facsimile

Re:

All-State Property Management, Inc.

Dear Tracy:

Enclosed please find one original and copy of the Articles of Incorporation for the abovereferenced matter. Please contact me if this corporate name is unavailable and we will contact our client to select another name.

I appreciate all of your assistance in this regard. If you have any questions please do not hesitate to contact our office.

Legal Assistant

/ldd Enclosure



ARTICLES OF INCORPORATION

OF

ALL-STATE PROPERTY MANAGEMENT, INC.

<u> ARTICLE I - NAME</u>

The name of this corporation shall be:

ALL-STATE PROPERTY MANAGEMENT, INC.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

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ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the business of real estate sales and all other related business allowed under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be: Griffin, Lansky & Associates, 915 Oakfield Drive, Suite F, Brandon, FL 33511. The initial Registered Agent of this corporation at such office, shall be Glen R. Lansky, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation shall be: 111 N. Valrico Road, Valrico, Florida 33594.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board is:

NAME	 <u>ADDRESS</u>
ARMANDO FUKSMAN	111 N. Valrico Road Valrico, Florida 33594
KEN TATE	111 N. Valrico Road Valrico, Florida 33594

ARTICLE VIII - INCORPORATOR

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

NAME	ADDRESS
ARMANDO FUKSMAN	111 N. Valrico Road Valrico, Florida 33594

ARTICLE IX AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARMANDO FUKSMAN

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged by ARMANDO FUKSMAN.	l before me this <u>30</u> day of November, 1999
who is personally known to me, or who produced	as identification
and who did/did not take an oath.	David Smaras
My Comm Exp. 5/20/2001 NOTARY BY NO. CC649412 VI Personally Known [10ther I.]	Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE AND REGISTERED AGENT (AND RESIDENT AGENT)

Pursuant to applicable Florida Statutes, the following is submitted:

That ALL-STATE PROPERTY MANAGEMENT, INC. desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at Griffin, Lansky & Associates, 915 Oakfield Drive, Suite F, Brandon, FL 33511, has Glen R. Lansky of that address, as its Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Glen R. Lansky

Griffin, Lansky & Associates

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TALL/ALASSIE FLABIA.