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December 2, 1999

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: A & R REAL ESTATE MANAGEMENT, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for A & R REAL ESTATE MANAGEMENT, INC. Together with our check in the amount of \$70.00 for the filing fees of the articles of Incorporation and designation of Resident Agent.

Please return the corporate records and charter to this office once filed and recorded.

Thank you for your cooperation in this matter.

Sincerely,

Ana Maria Hofer

Ana Maria Hofer
13026 Sunshine View Court
Clermont, FL 34711

AMH/amh

Enclosures: Articles of Incorporation
Check to the Secretary of State \$70.00

EFFECTIVE DATE
12-1-99

FILED
99 DEC -6 AM 6:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NO COPY

CB
12-8-99
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EFFECTIVE DATE
12-1-99

ARTICLES OF INCORPORATION

OF

A & R REAL ESTATE MANAGEMENT, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is A & R REAL ESTATE MANAGEMENT, INC., at 13026 Sunshine View Court, Clermont, Florida 34711.

ARTICLE 11. DURATION

This corporation shall begin its existence on the 1st of December 1999. The period of its duration is perpetual.

ARTICLE 111. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 1V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

SEVEN THOUSAND FIVE HUNDRED (7,500) shares of

Common Stock having Nominal or Par Value

Of ONE Dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to the purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V1. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 200-C South US Highway 27, Clermont, Florida 34711, and the name of the initial registered agent of this corporation at that address is GEORGE F. KARST, JR.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME:

ADDRESS:

GEORGE F. KARST, JR.

200-C S US Hwy 27

Clermont, FL 34711

ANA MARIA HOFER

13026 Sunshine Vw. Ct.

Clermont, FL 34711

ARTICLE VIII. INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

GEORGE F. KARST, JR.

200-C S US Hwy 27

Clermont, FL 34711

ANA MARIA HOFER

13026 Sunshine Vw. Ct.

Clermont, FL 34711

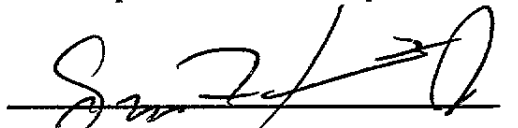
ARTICLE IX. INDEMNIFICATION

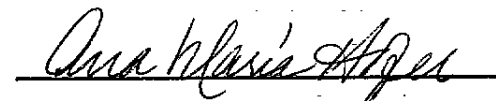
The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to the full extent permitted by law.

ARTICLE X. AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of Incorporation this 1st day of December, 1999.


GEORGE F. KARST, JR., Subscriber
K623 306 53 344


ANA MARIA HOFER, Subscriber
H160-013-61-877

STATE OF FLORIDA

COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 1st day of December, 1999, by GEORGE F. KARST, JR., and ANA MARIA HOFER, subscribers to these Articles of Incorporation who () are personally known to me or who (X) have produced FL DL as identification and who did not take an oath.

J. Chamberlain
Sign

J. Chamberlain
Print
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: _____

Commission No. _____



J. Chamberlain
MY COMMISSION # CC710739 EXPIRES
March 15, 2002
BONDED THRU TROY FAIR INSURANCE, INC

**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS
MAY BE SERVED AND THE PLACE OF BUSINESS OR DOMICILE FO THE
SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

A & R REAL ESTATE MANAGEMENT, INC., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 200-C South US Highway 27, Clermont, Florida 34711, County of Lake, State of Florida, has named GEORGE F. KARST, JR., as its registered agent to accept service of process within this state.

Ana Maria Lopez

Title: President

Date: 12-2-99

FILED
99 DEC -6 AM 9:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

George F. Karst, Jr.
GEORGE F. KARST, JR., Registered Agent

Date: 12/1/99