

ARTICLES OF MERGER
MERGER SHEET

MERGING:

FEDERAL PROPERTIES, INC. a non-qualified DC corporation
QUALITY A CORP., a non-qualified DC corporation
ELWIN COMPANY, INC., a non-qualified Delaware corporation
ROOMS-SPRINGFIELD, INC., a non-qualified Delaware corporation
SOUTH POINT SHOPPING CENTER, INC., a non-qualified Delaware corporation
WASHINGTON VIEW, INC., a non-qualified Delaware corporation
200 SERVICE CORPORATION, a Florida corporation #F26415
EXHO PROPERTY, INC., a Florida corporation #S30555 200003138592--3
SUNCOAST ADVERTISING COMPANY, INC. a Florida corporation #544405
THE OCMULGEE CORPORATION, a non-qualified Georgia corporation
MULTI STATE PROPERTIES, INC., a non-qualified North Carolina corporation
DEVON A CORP., a non-qualified Virginia corporation
FIRST DEVELOPMENT CORPORATION, a non-qualified Virginia corporation
METROPO M CORP., a non-qualified Virginia corporation
PALISADES A CORP., a non-qualified Virginia corporation
PALISADES A LIMITED PARTNERSHIP, a non-qualified Virginia limited partnership
SEVENTEENTH COMMERCE PROPERTIES CORPORATION, a non-qualified Virginia corporation
SULLY A CORP., a non-qualified Virginia corporation
WOODS M CORP., a non-qualified Virginia corporation

INTO

SUNSET HILL CORPORATION, a Virginia corporation not qualified in Florida

File Date: December 21, 1999
Corporate Specialist: Lee Rivers