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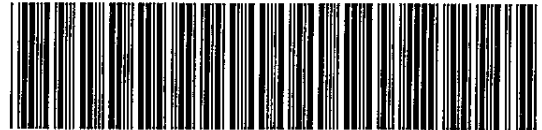
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Heidi Horak, Esq.

Attorney at Law

23 Sixth Street North
St. Petersburg, Florida 33701
(727) 827-9392

May 12, 2003

By US Mail

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: Treasure Island Citizens for Responsible Progress, Inc.
Articles of Incorporation
12415 Gulf Blvd., Treasure Island, FL 33706

Dear Sirs/Madames:

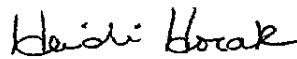
Enclosed please find the following to complete the filing of this not for profit corporation:

1. Articles of Incorporation
2. Money Order #05409769320 in the total amount of \$100.00 from Earl Pfeiffer for the filing fee and registered agent fee (\$70.00), certified copy (\$8.75), and the Certificate of Good Standing (\$8.75). Please refund the difference of \$12.50 to Earl Pfeiffer at 12415 Gulf Blvd, Treasure Island, FL 33706

Please call me at (727)827-9392 immediately if anything is missing.
Please return the Certificate of Good Standing and the certified copy of the Articles of Incorporation to me via regular mail in the enclosed self-addressed stamped envelope.

Thank you very much for your assistance.

Sincerely,



Heidi Horak, Esq.

Enclosures

cc: Earl Pfeiffer

**ARTICLES OF INCORPORATION
OF
Treasure Island Citizens for Responsible Progress, Inc.**

**ARTICLE I
NAME**

The name of this Corporation is Treasure Island Citizens for Responsible Progress, Inc. (hereinafter referred to as "the Corporation").

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the Corporation is
12415 Gulf Blvd., Treasure Island, Florida 33706,
and the name and address of the initial registered agent of the Corporation is

Earl Pfeiffer
12415 Gulf Blvd.
Treasure Island, FL 33706

**ARTICLE IV
PURPOSE**

The purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

- A. To guide Treasure Island government in implementing responsible changes in development laws that preserve the historical, natural, social, and cultural resources now enjoyed by the residents and visitors of Treasure Island.
- B. To educate and empower citizens of Treasure Island to participate in all decisions that will shape the future of our community.
- C. The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes within the meaning of Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986, or the corresponding

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TALLAHASSEE, FLORIDA

provision of any future United States Internal Revenue law; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

- D. To carry out this purpose, the Corporation may exercise the powers permitted non-profit corporations under the laws of Florida; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code.

ARTICLE V POWERS

The Corporation shall have all of the general powers granted to corporations organized under the laws of Florida. Notwithstanding any other provisions of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, or whether or not contributions to the Corporation are deductible.

ARTICLE V DISSOLUTION

In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986, or corresponding section of any future Federal Tax Code.

ARTICLE VI BOARD OF DIRECTORS AND MEMBERS: ELECTIONS

The affairs of the Corporation shall be managed by a board of directors, consisting of not less than five (5) nor more than fifteen (15) in number who shall be elected by the members of the Corporation at the Annual Meeting. The Directors of the Corporation must, at all time, be members of the Corporation. No non-member of the Corporation may sit as a Director.

ARTICLE VII DIRECTORS

The names and addresses of the persons who shall serve as directors (the "Directors") of the Corporation until their successors are duly qualified, are as follows:

See Article IX Incorporators, below

The Directors shall serve without compensation.

The Directors shall, at all times, be limited to individuals who are either members of the Corporation, or nonmembers who have the approval of the board of directors of the Corporation. In the event that a Director ceases to be a member of the Corporation, or if the aforesaid approval is withdrawn, then such event shall constitute an automatic resignation as a Director.

The annual meeting of the Directors shall be held on or about the fourth week in May of each year.

ARTICLE VIII OFFICERS

The officers (the "Officers") of the Corporation, as provided by the Bylaws, shall be elected by the Directors in the manner set out in the Bylaws. The Officers shall serve until their successors are elected and have qualified. The Directors shall elect the Officers at the annual meeting, for terms of three years. The secretary and treasurer may be the same person.

ARTICLE IX INCORPORATORS

The names and street addresses of the persons signing these articles of Incorporation as the Incorporators are:

Earl Pfeiffer	12415 Gulf Blvd. Treasure Island, FL 33706
Charles Weinreich	11165 7 th Street East Treasure Island, FL 33706
Olivia Cox	31 Dolphin Drive Treasure Island, FL 33706


ARTICLE X
AMENDMENTS

Amendment to the Articles of Incorporation may be proposed by any Director or the Member at a regular or special business meeting of the board of Directors (the "Board") or the Member at which a quorum is present. The amendment must be adopted by a two-thirds vote of the Member present and voting at such meeting properly called and noticed as provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles in Incorporation on this 2nd day of May, 2003.


Earl Pfeiffer


Charles Weinreich

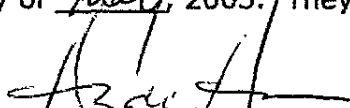

Olivia Cox

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ALLIANCE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

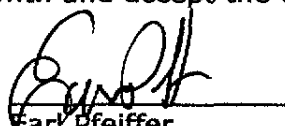
Before me, the undersigned authority, on this day personally appeared Earl Pfeiffer, Charles Weinreich and Olivia Cox who executed and acknowledged the foregoing instrument before me this 2nd day of May, 2003. They are personally known to me.

AFFIX NOTARIAL SEAL
 Heidi Horak
My Commission DD077457
Expires January 30, 2006


Notary Public

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for Treasure Island Citizens for Responsible Progress, Inc., a Florida corporation not for profit, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Earl Pfeiffer
Date: _____