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JOHN H. MYERS • ATTORNEY AT LAW

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January 26, 2000

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

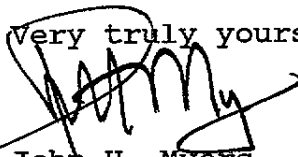
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****122.50 *****78.75

Re: SHOWCASE OF S.W. FLORIDA, INC.

Dear Sir/Madam:

Enclosed is the original and a copy of Articles of Incorporation for SHOWCASE OF S.W. FLORIDA, INC. together with my check in the amount of \$122.50. Please register these Articles and return a certified copy of same in the enclosed envelope. Thank you.

Very truly yours,


John H. Myers

JHM/mm

enc.

FILED
00 JAN 31 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-12

ARTICLES OF INCORPORATION

OF

SHOWCASE OF S.W. FLORIDA, INC.

BY THESE ARTICLES OF INCORPORATION, the incorporators form corporation for profit under Florida law.

NAME

The name of this corporation is SHOWCASE OF S.W. FLORIDA, INC.

ADDRESS

The physical location of the corporation shall be at 4027 North Washington Blvd., Sarasota, FL 34234.

TERM

This corporation shall exist perpetually.

PURPOSE

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Florida law.

STOCK

The corporation is authorized to issue 10,000 shares of common stock with \$1.00 par value. The stockholders may dispose of the authorized and unissued stock from time to time. No stockholder has a preemptive right to purchase unissued, or treasury stock, or securities convertible into or carry a right to subscribe to or acquire stock.

REGISTERED AGENT

The registered agent for this corporation is JOHN H. MYERS, the registered office is located at 2831 Ringling Blvd., B-107, Sarasota, FL 34237.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS

This corporation shall have no directors. The business of the corporation shall be managed by the stockholders.

INCORPORATORS

Joseph V. Rodriguez

4027 North Washington Blvd.
Sarasota, FL 34234

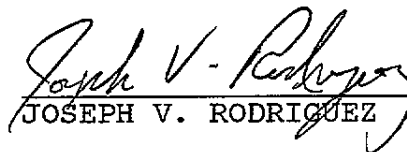
BY-LAWS

After adoption of the initial by-laws by the stockholders, by-laws may be adopted, amended or repealed by the stockholders of this corporation.

STOCK RESTRICTIONS

By agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The by-laws shall provide for transfer on the corporate books in conformity with this agreement.


DATED on the 25th day of January, 2000.


JOSEPH V. RODRIGUEZ

STATE OF FLORIDA

COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me on the
25th day of January, 2000, by Joseph V. Rodriguez.



NOTARY PUBLIC

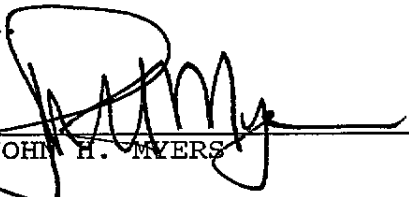
My Commission Expires:



Maryann Maass
MY COMMISSION # CC691273 EXPIRES
November 21, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

CONSENT OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as Registered Agent.



JOHN H. MYERS