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Florida Department of State
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To: Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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00 JUN -2 AM 9:03
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PALMARINE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 2000

EMPIRE

SUBJECT: PALMARINE, INC.
REF: W00000014058

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

ARTICLE VI LOOKS LIKE THERE ARE 2 DIFFERENT REGISTERED AGENTS.

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ARTICLES OF INCORPORATION

of
PALMARINE, INC.

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STATE OF FLORIDA
TALLAHASSEE

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is Palmarine, Inc.
c/o Accounting & Business Consultants, Inc., 17 Rose Drive,
Fort Lauderdale, FL 33316.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand
(10,000) shares of One Dollar (\$1.00) par value common
stock.

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 already holds, shall have the right to
purchase his 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 3303 33rd St Ct W, Bradenton FL 34205
and the name of the initial registered
agent of this corporation at that address is Jeffrey D. Palmer.
Stanley S. Feinerman, Enrolled Agent (954) 462-6045
17 Rose Drive
Fort Lauderdale FL 33316

Prepared by:

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation is:

Name: Jeffrey D. Palmer
3303 33rd St Ct W
Address: Bradenton FL 34205

Name: Cindy B. Palmer
Same
Address:

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Jeffrey D. Palmer, 3303 33rd St Ct W, Bradenton FL 34205.

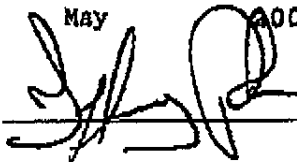
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, 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 subscriber has executed these Articles of Incorporation this 31st Day of May 2000.



, President

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STATE OF FLORIDA:

COUNTY OF Broward :

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Jeffrey D. Palmer known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 31st Day of May, 2000.

Carole J. Anderson
Notary Public
State of Florida at Large:



NOTARY CHECK ONE:

- PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.
- PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: _____

Serial No.: _____

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 of the Florida Statutes, the following is submitted, in compliance with said act:

First that Palmerine, Inc. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at the City of Bradenton County of Sarasota State of Florida has named Jeffrey D. Palmer located at 3303 33rd St Cr W, Bradenton FL 34205 County of Sarasota State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Act relative to keeping open said office.

By: 

Registered Agent

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TALLAHASSEE

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