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March 23, 2001

Bureau of Corporate Records
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

RE: AP Gulf Development Co.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named corporation, along with our check in the amount of \$78.75, which represents the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
	\$78.75

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*****78.75 *****78.75

Please file the original and return the certified copy to the above address. Thank you for your attention and cooperation.

Very truly yours,



Susan L. VanHaaren
Legal Assistant

/slv
Enclosures

FILED
01 MAR 26 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAR 29 2001

(5)

ARTICLES OF INCORPORATION

OF

AP GULF DEVELOPMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is AP GULF DEVELOPMENT, CO.

ARTICLE II. DURATION

This corporation shall exist perpetually commencing on the date of the filing of these Articles.

ARTICLE III. MAILING ADDRESS OF BUSINESS

The mailing address for this corporation will be:

11643 Grove Place
Seminole, FL 33772

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and State of Florida and may do all things necessary or convenient to carry out its business and affairs.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 1,000 common shares of \$1.00 par value.

ARTICLE VI. PREEMPTIVE RIGHTS GRANTED

Every shareholder shall have the preemptive right to purchase his or her prorata share of any new capital stock offered for sale of the same kind, class or series as that which he or she already holds.

ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation are:

JAMES R. NIESET
6740-D Crosswinds Drive North
St. Petersburg, Florida 33710

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have a Board of Directors consisting of two (2) directors. The number of directors may be either increased or decreased from time to time by an amendment of these Articles of Incorporation or in the manner provided by law, but shall never be less than one (1).

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares held or acquired by the shareholders of this corporation may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders and this corporation.

ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

ALAIN DUMONT
11643 Grove Place
Seminole, Fl 33772

ARTICLE XI. INDEMNIFICATION

This corporation shall indemnify any person acting as a director, officer, employee or agent of the corporation to the full extent permitted by law.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 23 day of March, 2001.

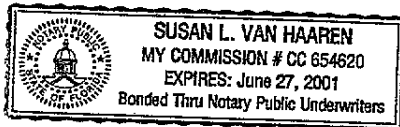
A handwritten signature in dark ink, appearing to read 'Alain Dumont', is written over a horizontal line.

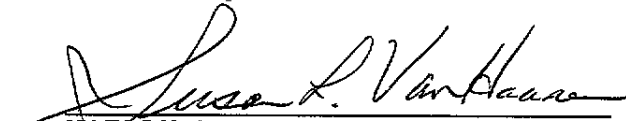
ALAIN DUMONT

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgements in Pinellas County, Florida, personally appeared ALAIN DUMONT, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23 day of March, 2001.




NOTARY PUBLIC

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01 MAR 26 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I HEREBY AGREE as registered agent to accept service of process for the above-named corporation and to comply with the applicable provisions of Florida law relative to office hours and posting of registered agent names.


JAMES R. NIESET