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GARY WORK
ATTORNEY AT LAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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August 13, 2001

122.50 **78.75

Secretary of State
Corporation Division
The Capital Building
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation of
Snapper Trapper Charters, Inc.

Dear Sir:


With reference to the proposed captioned corporation,
please find enclosed herewith the following:

(1) The original and one copy of the Articles of
Incorporation.

(2) A check to cover the \$35.00 filing fee, \$35.00
registration fee and \$52.50 for certified copy, for a total of
\$122.50.

Thank you for your assistance.

Very truly yours,


Gary Work

GW/aeb

Enclosures

Ps 8/20/01

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ARTICLES OF INCORPORATION
OF
SNAPPER TRAPPER CHARTERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is **Snapper Trapper Charters, Inc.** The principal office and mailing address of the corporation is 500 West Sunset Avenue, Pensacola, Florida 32507.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE VI

The street address of the initial registered office of this corporation is 1940 St. Mary Avenue, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Gary Work.

ARTICLE VII

This corporation shall have one (1) director 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 (1). Members of the Board of Directors of this corporation need not be residents of the State of Florida or shareholders of the corporation. The names and address of the initial director of this corporation is:

NAME

ADDRESS

Bill Harlan Fette

700 Rankin Drive
Bedford, Texas 76022

ARTICLE VIII

The name and address of the subscriber to these Articles is:

Gary Work
1940 St. Mary Avenue
Pensacola, FL 32501

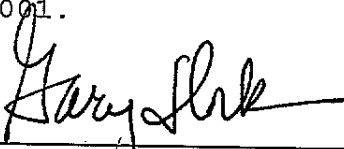
ARTICLE IX

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation. The proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

ARTICLE X

The effective date of the corporation shall be as of the date of filing with the Secretary of State and the acceptance by the Secretary.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation, at Pensacola, Florida, on the 13th day of August, 2001.



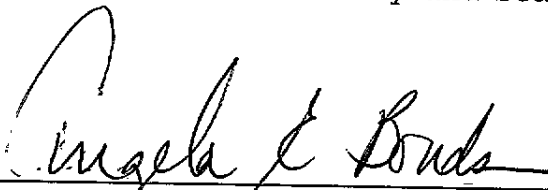
GARY WORK, Subscriber

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared GARY WORK, who acknowledged before me that he executed the foregoing Articles of Incorporation on behalf of said corporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunder set my hand and my official seal at Pensacola, Florida, in said County and State, this 13th day of August, 2001.



NOTARY PUBLIC, State of Florida

My Commission Expires: _____



Angela E Bonds
My Commission DD0394
Expires October 30 2005

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CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SECRETARY OF STATE
SERVICE OF PROCESS WITHIN FLORIDA TALLAHASSEE, FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: That **Snapper Trapper Charters, Inc.**, desiring to
organize or qualify under the laws of the State of Florida, with
its principal place of business at 500 West Sunset Avenue,
Pensacola, Florida 32507 has named Gary Work, located at Pensacola,
Florida, as its agent to accept service of process within Florida.

SNAPPER TRAPPER CHARTERS, INC.

By: 
GARY WORK, Subscriber

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.


GARY WORK, REGISTERED AGENT

Dated: August 13, 2001