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FLORIDA PROFIT CORPORATION OR P.A.

PALM PARADISE, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
PALM PARADISE, INC.**

The undersigned incorporator, STEVEN D. MONCREIFF, an individual authorized to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is Palm Paradise, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 1115 Sunset Lane, Gulf Breeze, Florida 32563.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement between this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other

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persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders, if any, at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 1115 Sunset Lane, Gulf Breeze, Florida 32563, and the name of the initial registered agent of this corporation at that address is Steven D. Moncreiff.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Steven D. Moncreiff	Rebecca Ann Moncreiff
1115 Sunset Lane	1115 Sunset Lane
Gulf Breeze, FL 32563	Gulf Breeze, FL 32563

ARTICLE IX - INCORPORATOR

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

Steven D. Moncreiff
1115 Sunset Lane
Gulf Breeze, FL 32563

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the date these Articles are filed with the Secretary of State.

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ARTICLE XI - 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.

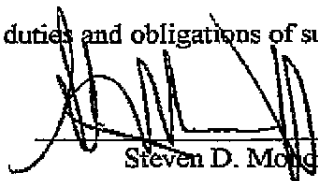
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 16th day of May, 2002

INCORPORATOR:


Steven D. Moncreiff

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Palm Paradise, Inc.
Further, I am familiar with and accept the duties and obligations of such designation.


Steven D. Moncreiff

Date: May 16th, 2002

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