

195000019685

TRANSMIT 'L LETTER

Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

SUBJECT: ARCTURUS II CARIBBEAN INC.

500001425385
-03/09/95--01070--011
****122.50 ****122.50

Enclosed is an original copy of the articles of incorporation and
a check for \$122.50 for filing fee and certified copy.

Please return the certified copy to me in the enclosed prepaid
return envelope.

FROM: KAREN A. ROCHFORD

KAREN A ROCHFORD 305 296 1412
6810 FRONT STREET
STOCK ISLAND FL
33040

FILED
1995 MAR -9 PM 12:23
TALLAHASSEE, FLORIDA

308
3/10/95 195-19685

ARTICLES OF INCORPORATION

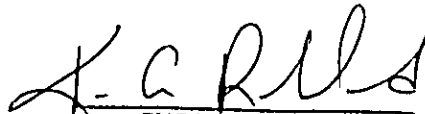
1. The name of the corporation is ARCTURUS II CARIBBEAN INC.
2. The principal place of business of the corporation is 6810 Front Street, City of Key West, County of Monroe, State of Florida, 33040, and the mailing address of the corporation is P.O. Box 5462, Key West, Florida, 33045.
3. The corporation shall have the authority to issue 100,000 shares of stock. The number of shares may be quadrupled by amendment of the bylaws of the corporation.
4. The registered agent of the corporation is Karen A. Rochford and the registered street address is 6810 Front Street, Key West, FL 33040, and the registered mailing address is P.O. Box 5462, Key West, FL 33045.
5. The initial Board of Directors shall have 2 members whose names and addresses are as follows:

Nicholas DeNichilo
Mailing address: P.O. Box 5462, Key West, FL 33045
Street address: 6810 Front Street, Key West, FL 33040

Karen A. Rochford
Mailing address: P.O. Box 5462, Key West, FL 33045
Street address: 6810 Front Street, Key West, FL 33040


The number of directors may be raised or lowered by amendment of the bylaws of the corporation.
6. There are no preemptive rights.
7. The duration of the corporation is perpetual.
8. The incorporator of the corporation is Karen A. Rochford, and the street address is 6810 Front Street, Key West, FL 33040, and the mailing address is P.O. Box 5462, Key West, FL 33045.

Dated 3/8/95


INCORPORATOR
Karen A. Rochford

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Dated 3/8/95


REGISTERED AGENT
Karen A. Rochford

FILED
1995 MAR -9 PM 12:23
TALLAHASSEE, FLORIDA
CLERK