

(SAMPLE LETTER OF TRANSMITTAL)

P95000045296

Date June 1, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

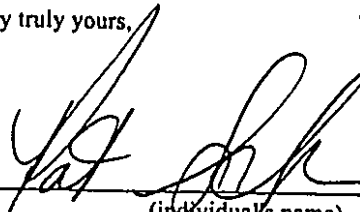
Re: Gemini Gulfwatch, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


(individual's name)

Patricia Schumann

Gemini Gulfwatch, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
3755 Floramar Terrace		
New Port Richey, FL 34652		
PHONE		
(813)	849-6612	
Area Code	Number	Ext.

400001506024
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****122.50 ****122.50

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95 JUN -6 PM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMP
6/12/95

ARTICLES OF INCORPORATION

of

Gemini Gulfwatch, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Gemini Gulfwatch, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Thousand shares (5,000) of Two Dollar(s) (\$ 2.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Gemini Gulfwatch, Inc. Patricia Schumann		
ADDRESS	3755 Floramar Terrace		
CITY	New Port Richey	FLORIDA	ZIP 34652

The principal office, if known, or the mailing address of the corporation is:

NAME	Patricia Schumann Gemini Gulfwatch, Inc.		
ADDRESS	3755 Floramar Terrace		
CITY	New Port Richey	FLORIDA	ZIP 34652

ARTICLE VI - 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 By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Patricia Schumann				
ADDRESS	3755 Floramar Terrace				
CITY	New Port Richey	STATE	Florida	ZIP	34652
NAME	Bernie Schumann				
ADDRESS	3755 Floramar Terrace				
CITY	New Port Richey	STATE	Florida	ZIP	34652
NAME					
ADDRESS					
CITY		STATE		ZIP	

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Patricia Schumann		
ADDRESS	3755 Floramar Terrace		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME	Bernie Schumann		
ADDRESS	3755 Floramar Terrace		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of June, 19 95.

Patricia Schumann (Seal)
 Patricia Schumann
Bernie Schumann (Seal)
 Bernie Schumann
 _____ (Seal)

STATE OF FLORIDA

COUNTY OF PASCO

before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared:

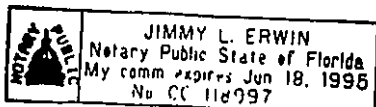
Patricia Schumann
 Patricia Schumann - Driver's License - S550-683-50-716-0

Bernie Schumann
 Bernie Schumann - Driver's License - S550-060-48-381-0

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation; that I relied upon the form(s) of identification of the above named person(s) as indicated opposite each name, and that an oath was taken.

Witness my hand and official seal in the County and State last aforesaid,

this 1 day of April, 1995



Jimmy L. Erwin
 Notary (State of Florida at Large)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED

95 JUN -6 PM 4:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gemini Gulfwatch, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3755 Floramar Terrace

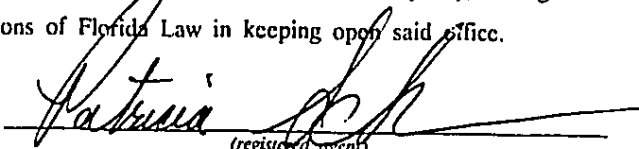
New Port Richey, Florida 34652

has named Patricia Schumann

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)
Patricia Schumann