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SPOTTWOOD, SPOTTWOOD AND SPOTTWOOD
ATTORNEYS AND COUNSELORS AT LAW
POST OFFICE BOX 1900
500 FLEMING STREET
KEY WEST, FLORIDA 33041-1900

JOHN M. SPOTTWOOD, JR.
WILLIAM R. SPOTTWOOD

OF COUNSEL:
JOHN M. SPOTTWOOD (1920-1978)

June 14, 1995

TELEPHONE
305 - 294 - 9858
TELECOPIER
305 - 292 - 1962

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

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****122.50 ****122.50

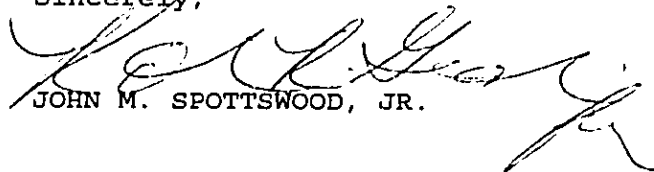
Re: Front St. Associates, Inc.

Dear Sir:

Enclosed you will find the original and one copy of the Articles of Incorporation on the above referenced for filing with your office and a certified copy. I have also enclosed my check in the amount of \$122.50 as payment for same. If I can be of any further assistance to you concerning this matter, please call me or my secretary, Robin Gedmin.

Thanking you for your assistance with this matter, I am,

Sincerely,


JOHN M. SPOTTWOOD, JR.

/rrg

Enclosures

Federal Express

SDG

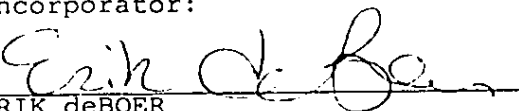
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

- FIRST: The name of this corporation is: FRONT ST. ASSOCIATES, INC.
- SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter 607 of the Florida Statutes.
- THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH: The name and address of the initial registered agent of this corporation is: Erik deBoer, 611 Eaton Street, Key West, FL 33040.
- FIFTH: The name and address of the initial directors are: Erik deBoer; Henry L. Holliday, III; and Richard L. Manley, whose addresses are 611 Eaton Street, Key West, FL 33040. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.
- SIXTH: The name and address of the incorporator of this corporation is: Erik deBoer, whose address is 611 Eaton Street, Key West, FL 33040.
- SEVENTH: This corporation shall indemnify its officers, directors, employees and agent to the full extent permitted by law.
- EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.
- NINTH: The address of the corporation is 611 Eaton Street, Key West, FL 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of June, 1995.

Incorporator:

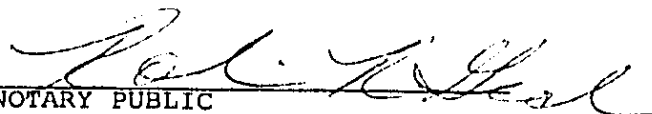

ERIK deBOER

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95 JUN 15 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 14th day of June, 1995, by Erik deBoer, who is personally known to me.


NOTARY PUBLIC



ROBIN R. GEDMIN
MY COMMISSION # CC438007 EXPIRES
April 1, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

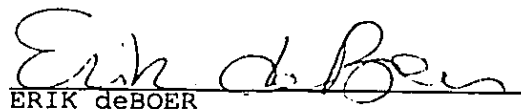
ROBIN R. GEDMIN

Printed Name of Notary Public

My Commission expires: 4-1-99

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appoint as registered agent contained in the foregoing Articles of Incorporation.


ERIK deBOER

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TALLAHASSEE FLORIDA