

1201 HAYS STREET

TALLAHASSEE, FL 32301

904-207-1171

904-203-9111

800-342-BOR6



networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 648713 81442A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : July 26, 1995

ORDER TIME : 11:42 AM

ORDER NO. : 648713

CUSTOMER NO: 81442A

CUSTOMER: Charles H. Ball, Esq
MCDANIEL & BALL, PA

1444 First Street

Sarasota, FL 34236

400001546784
-07/26/95--01014--037
****122.50 ****122.50

DOMESTIC FILING

NAME: PALM HOUSE ENTERPRISES, INC.

XXX ARTICLES OF INCORPORATION

____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY

____ PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN

JUL 26 1995

FILED
95 JUL 26 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PALM HOUSE ENTERPRISES, INC.

FILED
95 JUL 26 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be PALM HOUSE ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each having the par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the subscriber of this corporation at any regular or special meeting.

ARTICLE IV. EXISTENCE

This corporation shall have perpetual existence until dissolved according to law.

ARTICLE V. ADDRESS

The initial street address of the principal office of this corporation is 4050 Bay Shore Rd, Sarasota, FL 34234-3705.

ARTICLE VI. DIRECTORS

There shall be one director of the corporation. The

name and address of each director is as follows:

| | |
|-----------------------|--|
| Cynthia Biggar Gallup | 4050 Bay Shore Road Sarasota, FL 34234-3705 |
|-----------------------|--|

ARTICLE VII. SUBSCRIBER

The name and address of each person signing these Articles of Incorporation as a subscriber is as follows:

| | |
|-----------------------|---|
| Cynthia Biggar Gallup | 4050 Bay Shore Road Sarasota, Florida 34234-3705 |
|-----------------------|---|

ARTICLE VIII. REGISTERED OFFICE

The street address of the initial registered office and the name of its original registered agent is as follows:

| | |
|---|-----------------------|
| 4050 Bay Shore Road Sarasota, Florida 34234-3705 | Cynthia Biggar Gallup |
|---|-----------------------|

ARTICLE IX. AMENDMENT

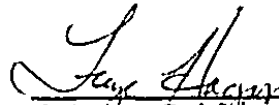
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the subscriber, proposed by him to the stockholders and approved by them at a meeting of stockholders by a majority of the stockholders entitled to vote thereon, unless all of the officers and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this ____ day of July, 1995.


CYNTHIA BIGGAR GALLUP

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this
25th day of July, 1995, by Cynthia Biggar Gallup, who is personally
known to me or has produced _____ as identification.



Notary Public
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 8/19/95
DONATED TO THE GENERAL FUND

Charles H. Ball
McDANIEL & BALL, P. A.
1444 First Street
Sarasota, Florida 34236
(813) 952-1500

CERTIFICATE DESIGNING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOI' PROCESS MAY BE SERVED.

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

FIRST -- THAT PALM HOUSE ENTERPRISES, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

Sarasota, STATE OF Florida
(CITY) (STATE)

HAS NAMED Cynthia Biggar Gallup, LOCATED AT
(NAME OF RESIDENT AGENT)

4050 Bay Shore Road, Sarasota, FL 34234-3705,
(STREET ADDRESS AND NO. OF BLDG., POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE.)

CITY OF Sarasota, STATE OF FLORIDA, AS ITS AGENT TO
(CITY)
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Cynthia Biggar Gallup
(CORPORATE OFFICER)

TITLE President

DATE 7/25/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Cynthia Biggar Gallup
(RESIDENT AGENT)

DATE 7/25/95

FILED
95 JUL 26 PM 1:22
TALLAHASSEE
SECRETARY OF STATE