

P 96000005168

BENNETT, LOGUE & BENNETT
ATTORNEYS AT LAW
Post Office Box 6400
in East Third Court
PANAMA CITY, FLORIDA 32402

JULIAN BENNETT
DERRICK BENNETT

January 3, 1996

FILED
95 JAN 17 PM 3:05
SECOND DISTRICT
TALLAHASSEE, FLORIDA
CLERK OF COURT
TELEPHONE
(904) 703-4071
TELECOPIER
(904) 704-0015

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

RE: Gulf Coast Adventures, Inc.

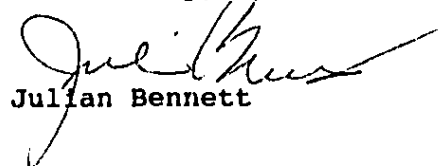
Dear Sir or Madam:

I am enclosing herewith the original and a copy of proposed Articles of Incorporation for the above-referenced new corporation, together with a check in favor of the Secretary of State in the amount of \$122.50 for following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Designation of Registered Agent	<u>35.00</u>
	\$122.50

Please file these Articles of Incorporation and return a certified copy to me. Thank you.

Yours truly,


Julian Bennett

JB/bjm

Enclosure: as stated

600001681586
-01/08/96--01069--009
****122.50 ****122.50

W96-814
PH 1/10/96
PH 1/17/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 10, 1996

JULIAN BENNETT
P O BOX 2422
11 E 3RD CT
PANAMA CITY, FL 32402

SUBJECT: GULF COAST ADVENTURES, INC.
Ref. Number: W96000000814

We have received your document for GULF COAST ADVENTURES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

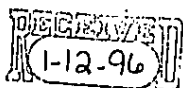
The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00001323



ARTICLES OF INCORPORATION
OF
GULF COAST ADVENTURES, INC.

FILED
96 JAN 17 PM 3:05
SUNSHINE STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Gulf Coast Adventures, Inc., whose principal office and mailing address is 11831 W. Front Beach Road, Panama City Beach, Florida 32407.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

All purposes as provided by current Florida law and any amendments thereto, including any emergency powers.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 112 E. 3rd Court, Post Office Box 2422, Panama City, Florida 32402, and the name of the initial registered agent of this corporation is Mr. Julian Bennett, 112 E. 3rd Court, Post Office Box 2422, Panama City, Florida, 32402.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is: William Ray Grantham, 11831 W. Front Beach Road, Panama City Beach, Florida 32407.

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is: William Ray Grantham, 11831 W. Front Beach Road, Panama City Beach, Florida 32407.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 2nd day of January, 1996.

William Ray Grantham
William Ray Grantham
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared WILLIAM RAY GRANTHAM, to me known to be the persons described in and who executed the foregoing and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of January, 1996.

Barbara J Moreau
NOTARY PUBLIC - Barbara Moreau
My Commission Expires:



BARBARA J MOREAU
My Commission CC481218
Expires May. 09, 1999
Bonded by HAI
800-422-1555

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED

17 PM 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

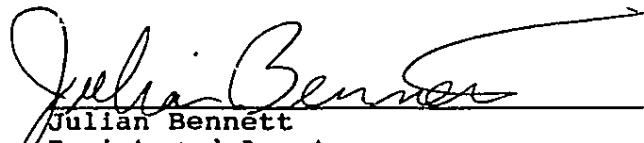
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted.

FIRST, that GULF COAST ADVENTURES, INC., desiring to be organized or qualify under the laws of the State of Florida, with its principal place of business at 11831 W. Front Beach Road, Panama City Beach, Florida 32407, has named JULIAN BENNETT whose address is 112 E. 3rd Court, Post Office Box 2422, Panama City, Florida 32401-2422, as its agent to accept service of process within Florida.

DATED this 2nd day of January, 1996.


William Ray Grantham
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


Julian Bennett
Registered Agent