

P96000021567

LAW OFFICES
OF
BEN WATKINS
41 Commerce Street
Apalachicola, Florida 32320
Telephone: (904)653-2121
Facsimile: (904)653-0190

FILED

96 MAR -6 PM 3:29

CLERK OF THE OFFICE OF STATE
103 Meridian Street, Tallahassee, FL 32304
Post Office Drawer 1335
Carrabelle, FL 32322-1335
Telephone: (904)697-4000

Steve M. Watkins, III

J. Ben Watkins
Jan J. Hevier
Douglas W. Gaidry

March 4, 1996

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

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-03/06/96--01092--003
*****70.00 *****70.00

RE: POWER STATION, INC.

Dear Sir or Madam:

Enclosed are the original and one copy of Articles of Incorporation for the above-referenced corporation, together with Registered Agent's Certificate and our check for \$70.00 to cover:

Filing Fee	\$35.00
Certificate Designating Registered Agent	\$35.00
Total	\$70.00

We do not need a Certified Copy of Articles of Incorporation at this time.

We would appreciate your kindness in helping us expedite this matter.

Thank you.

Sincerely,

LAW OFFICES OF BEN WATKINS

Douglas W. Gaidry

DWG/tm

Enclosures

cc: File

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**ARTICLES OF INCORPORATION
OF
POWER STATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is POWER STATION, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

The nature of the business and the purposes to be transacted are to engage in and to have unlimited power to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares of Common Stock of the par value of One Dollar (\$1.00) per share, which shall be issued for money, property, or services as may be determined by the Board of Directors of the Corporation.

ARTICLE V - INITIAL PRINCIPAL AND REGISTERED OFFICES AND AGENT

The street address of the initial principal office of this Corporation is 263 Water Street, Apalachicola, Florida 32320, and the mailing address of the Corporation is 263 Water Street, Apalachicola, Florida 32320. The initial registered office of this corporation is 41 Commerce Street and the name of the initial registered agent of this Corporation at the registered office address is Douglas W. Gaidry.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

DAVID LEVICK

P.O. Box 223
Niwot, Colorado 80544

ARTICLE VII - TRANSACTIONS WITH DIRECTORS AND OFFICERS

No contract or other transaction between this Corporation and any other corporation, or individual, shall be, in the absence of fraud, affected or invalidated by the fact that one or more of the directors or officers of this Corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such corporation, person or persons, and each and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise exist from such contracting with this Corporation for the benefit of himself or any firm, association or corporation in which he may be interested. Any director of this Corporation may vote on any contract or other transaction between this Corporation and any subsidiary or controlled corporation without regard to the fact that he is also a director of such subsidiary or controlled corporation.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is David Levick, P.O. Box 223, Niwot, Colorado 80544.

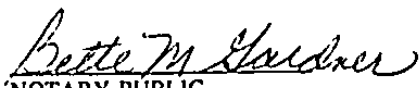
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of February, 1996.


David Levick

STATE OF Colorado)
) ss.
COUNTY OF Boulder)

The foregoing instrument was acknowledged before me this 27th day of February, 1996 by David Levick, who is personally known to me, or who produced Driver's License as identification.

Commission Expires: 12-9-99
Commission Number: 111A


NOTARY PUBLIC
Print Name: BETTE M. GARDNER

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Section 48.091 Florida Statutes:

POWER STATION, INC., desiring to organize under the laws of the State of Florida, with its principal office at the City of Apalachicola, Florida, has named Douglas W. Galdry as its registered agent at the registered office at 41 Commerce Street, Apalachicola, Florida 32320 to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the above-referenced statute relative to keeping said office open. I am familiar with and accept the duties and responsibilities of registered agent.


Douglas W. Galdry, Registered Agent

Date: 4/4/96