



FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P. A.

ATTORNEYS AT LAW

TAMPA - ST. PETERSBURG - CLEARWATER

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FT. MYERS, FLORIDA 33902

TELECOPIER
(813) 334-3240

IN 334-7800P

March 13, 1996

Department of State
Bureau of Corporate Records
The Capitol
Post Office Box 6327
Tallahassee, Florida 32304

RE: Articles of Incorporation for
Seahorse Builders, Inc.

600001745156
-03/15/96--01096--005
****122.50 ****122.50

Dear Sir/Madam:

We are enclosing the original and one copy of the proposed Articles of Incorporation for the above-mentioned corporation. Please approve and file the original and certify the copy for us. Also enclosed is a Certificate designating the Resident Agent for the corporation.

We are enclosing our firm check made payable to Secretary of State for charges as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Filing Resident Agent Certificate	<u>35.00</u>
Total	\$122.50

Please advise if anything further is required.

Sincerely yours,

Carl Joseph Coleman
JC

CARL JOSEPH COLEMAN

CJC/le
Enclosures as stated

T. BROWN MAR 20 1996

FILED
96 MAR 15 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SEAHORSE BUILDERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the "Florida Business Corporation Act," does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: SEAHORSE BUILDERS, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

The street address of the initial registered agent of the corporation is 11240 Chattahoochee Drive, North Fort Myers, Florida 33917, and the name of the initial registered agent of the corporation at that address is Evangeline P. Brown. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE V

The aggregate number of shares which the corporation has authority to issue is one thousand (1000), all of which shares are of the same class and are designated "Common Shares"; the par value of each such share is one dollar (\$1.00). The corporation elects to have preemptive rights.

ARTICLE VI

The name and address of the incorporator is:

Evangelina P. Brown

11240 Chattahoochee Drive

North Fort Myers, Florida 33917

ARTICLE VII

The number of directors to comprise the initial Board of Directors shall be two. Thereafter the number of directors shall be fixed by, or in the manner provided in, the bylaws of the corporation. The names and address of the initial directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Evangelina P. Brown	11240 Chattahoochee Drive North Fort Myers, Florida 33917
Nick L. Brown, II	11240 Chattahoochee Drive North Fort Myers, Florida 33917

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article V, is subject to this reservation.

ARTICLE X

The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

The mailing address for the corporation is 11240
Chattahoochee Drive, North Fort Myers, Florida 33917.

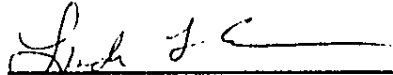
IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this 8th day of March,
1996.


Evangeline P. Brown

STATE OF FLORIDA)
COUNTY OF LEE)

Before me, a notary public authorized to take acknowledgments
in the State and County set forth above, personally appeared
Evangeline P. Brown known to me and known by me to be the person
who executed the foregoing Articles of Incorporation, and she
acknowledged before me that she executed those Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, this 8th day
of March, 1996.


NOTARY PUBLIC, State of Florida
at Large
Print Name: LINDA L. ELAKMAN
Commission No: _____

My Commission Expires:



LINDA L. ELAKMAN
MY COMMISSION # CC336843 EXPIRES
December 16, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

THAT SEAHORSE BUILDERS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Fort Myers, County of Lee, State of Florida, has named Evangeline P. Brown located at 11240 Chattahoochee Drive, North Fort Myers, Florida 33917, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Evangeline P. Brown

FILED
96 MAR 15 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA