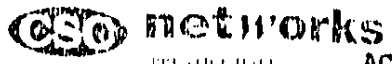


P46000027813

12 HAY STREET
TALLAHASSEE, FL 32301-6007
904-222-0171
FAX 904-222-0171

000 344-0000

FILED



PREPARED BY
TALLAHASSEE COUNTY, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 891907 5674A

AUTHORIZATION :

Patricia Smith

COST LIMIT : \$ 122.50

96 MAR 28 PM 3:10

SECR. OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 22, 1996

ORDER TIME : 9:37 AM

ORDER NO. : 891907

CUSTOMER NO: 5674A

CUSTOMER: Carla Wellborn, Legal Asst
KIMPTON BURKE & WHITE

LAUDERDALE COUNTY, FLORIDA

Suite 100
28059 U.S. Highway 19, North
Clearwater, FL 34621

DOMESTIC FILING

NAME: SNOWY ENTERPRISES, INC.

EFFECTIVE DATE:

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: Harry B. Davis

EXAMINER'S INITIALS:

RECEIVED
96 MAR 28 PM 12:11
DIVISION OF CORPORATION

HA
3-29-96

FILED

96 MAR 28 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SNOWY ENTERPRISES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SNOWY ENTERPRISES, INC.

The address of the principal office of this corporation shall be 811 South Pinellas Avenue, Tarpon Springs, Florida 34689, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 100, 28059 U.S. Highway 19, North, Clearwater, Florida 34621, and the name of the initial registered agent of the corporation at that address is Robert C. Burke, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VII. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any officer, director, employee, or agent to the extent permitted by law.

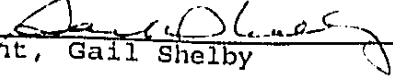
ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 28, 1996 .

CORPORATION SERVICE COMPANY

By: 
Its Agent, Gail Shelby

HBD

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 MAR 28 PM 3:16
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

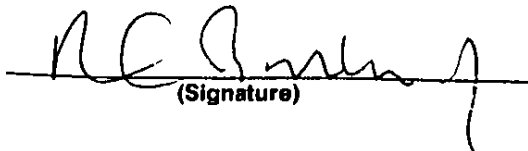
1. The name of the corporation is: SNOWY ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

ROBERT C. BURKE, JR.
(Name)

28059 U. S. HIGHWAY 19 NORTH, SUITE 100
(P.O. Box not acceptable)

CLEARWATER, FLORIDA 34621
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

ROBERT C. BURKE, JR.

LAW OFFICES OF

KIMPTON, BURKE & WHITE, P.A.

WILLIAM J. KIMPTON
ROBERT C. BURKE, JR.
LANGFRED W. WHITE
RICHARD T. HINDEN

FAX (813) 796-1949

28059 U.S. HIGHWAY 19 NORTH
SUITE 100
CLEARWATER, FL 34621-2698
TELEPHONE (813) 791-0063

May 1, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Snowy Enterprises, Inc.
Our File No. 10,048.04.6.000

000001811080
-05/07/96--01084--002
*****35.00 *****35.00

Gentlemen:


Enclosed is Registered Agent Certificate designating new Registered Agent for the captioned corporation. Please file the same in the records of your office.

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE & WHITE, P.A.


Robert C. Burke, Jr.

RCB/cgw
Enclosures
cc: Snowy Enterprises, Inc.

cgw:96depa01.1tr

Reaching

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 PM 3:15

TLL MAY 13 1996

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SNOWY ENTERPRISES, INC.

1b. The mailing address of the corporation is: 811 S. PINELLAS AVENUE, TARPON SPRINGS, FL 34689

1c. Date of incorporation: MARCH 28, 1996 Document number: P96000027813

2. The name and address of the current registered agent and office:

ROBERT C. BURKE, JR.

28059 U S HIGHWAY 19 NORTH SUITE 100

CLEARWATER FL 34621

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

HELENE A. PENTENERO

811 S. PINELLAS AVENUE

TARPON SPRINGS, FL 34689

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Helene A. Pentenero
(Signature of an officer, chairman or vice chairman of the board)

May 1, 1996

(Date)

HELENE A. PENTENERO, PRESIDENT

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and 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, and I am familiar with and accept the obligation of my position as registered agent.

Helene A. Pentenero
(Signature of Registered Agent)

May 1, 1996

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILED MAY 1996