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EIGHT POINT, INC.
7304 Jossie Harbor Drive
Osprey, Florida 34229

(941) 966-5454

April 19, 1996

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

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-05/08/96--01032--011
****122.50 ****122.50

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of
Incorporation of EIGHT POINT, INC..

Also find enclosed a check made payable to the Secretary of
State in the amount of \$122.50 which includes the statutory
filing fee. Your assistance in establishing the corporation
to be known as EIGHT POINT, INC. is appreciated.

Respectfully,

Helga Walter

Helga Walter, Secretary

H/W

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -7 PM 2:32

96-2/14/96

ARTICLES OF INCORPORATION
OF
EIGHT POINT, INC.

96 MAY -7 PM 2:32

ARTICLE ONE

The name of the corporation is EIGHT POINT, INC..

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1,000 of the par value of one dollars (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office and principal office is 7304 Jessie Harbor Drive, Osprey, Florida 34229 and the name of its initial registered agent at such address is Helga Walter.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Helga Walter 7304 Jessie Harbor Drive, Osprey, Fl 34229

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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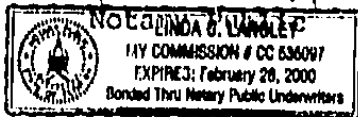
ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Helga Walter 7304 Jessie Harbor Drive, Osprey, Fl 34229



Linda C. Langley

Helga Walter
Helga Walter, Incorporator
D. HW

ARTICLE TEN

The powers of the incorporators cease upon filing the Articles of Incorporation.

WRITTEN ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporations.

Helga Walter
Helga Walter, Registered Agent
D. HW