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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 959549 4352702

AUTHORIZATION :

*Patricia Pizots*

COST LIMIT : \$ 122.50

FILED  
SECRETARY OF STATE  
MAY 20 1996  
TALLAHASSEE, FL

ORDER DATE : May 20, 1996

ORDER TIME : 11:49 AM

ORDER NO. : 959549

CUSTOMER NO: 4352702

000001880760

CUSTOMER: Ms. Jennifer Lukas  
WILLIAMS PARKER HARRISON DIETZ  
& GETZEN  
200 South Orange Avenue

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: BAY LAKE COLLECTORS CLUB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION OF REGISTRATION  
96 MAY 20 PM 1:11

*CP*  
*5/20/96*

**ARTICLES OF INCORPORATION**  
**OF**  
**BAY LAKE COLLECTORS CLUB, INC.**

FILED  
SECRETARY OF STATE  
OFFICE OF CORPORATIONS  
96 MAY 20 PM 3:47

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Bay Lake Collectors Club, Inc.

2. Principal Office. The principal office of the Corporation is:

3903 Moran Road  
Tampa, Florida 33618

3. Mailing Address. The mailing address of the Corporation is:

Post Office Box 273086  
Tampa, Florida 33618

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Elvin W. Phillips  
200 South Orange Avenue  
Sarasota, Florida 34236

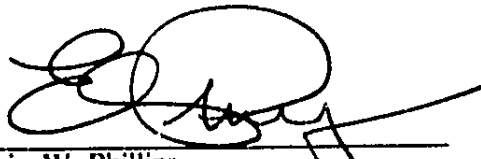
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Elvin W. Phillips  
200 South Orange Avenue  
Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 7th day of May 1996.

  
\_\_\_\_\_  
Elvin W. Phillips  
Incorporator and Registered Agent