

ARTICLES OF INCORPORATION

OF

GULF TERRA, INC.

THE UNDERSIGNED for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is GULF TERRA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Florida Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in and transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the purpose of the corporation or necessary and desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of which the corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4616-B Bellview Avenue, Pensacola, Florida 32526, and the name of the initial registered agent of this corporation at that address is Michael C. Brouwer.

ARTICLE VI - MAILING ADDRESS OF CORPORATION

The initial mailing address of this corporation is P.O. Box 37698, Pensacola, Florida 32526-0698 and the street address of the principal business office of this corporation is 4616-B Bellview Avenue, Pensacola, FL 32526.

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JUN 29 PM 2:36
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the Initial Board of Directors. The number of directors may be either increased or decreased from time to time in the manner provided by the bylaws; however, there shall never be less than one director nor more than five. The name and address of the initial Director of the Corporation is Michael C. Brouwer, 4616-B Bellview Avenue, Pensacola, FL 32526.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is Michael C. Brouwer, 4616-B Bellview Avenue, Pensacola, FL 32526.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

Except as may be otherwise specifically provided in these Articles of Incorporation, this Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XI - BYLAWS

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

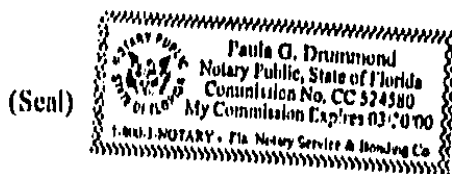
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 28 day of August, 1996.

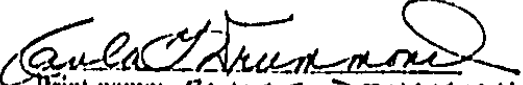
A handwritten signature in cursive script, appearing to read "Michael C. Brouwer", written over a horizontal line.

MICHAEL C. BROUWER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me on this 28th day of August, 1996
by MICHAEL C. BROUWER, who is personally known to me or who produced His Driver's
License as identification, and who did take an oath.

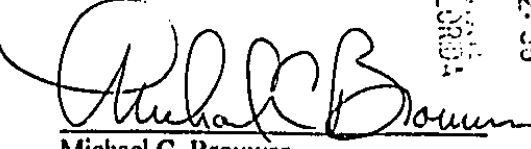



Print name: PAULA G. DRUMMOND
My Commission Expires: 3-30-00
My Commission #: CC 524580

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Agent of Gulf Terra, Inc. which is
contained in the foregoing Articles of Incorporation and acknowledges that he is familiar with and
accepts the obligations provided for in Section 607.0505, Florida Statutes.

DATED this 28 day of August, 1996.


Michael C. Brouwer
Registered Agent

FILED
29 PM 2:35
AUG 29 1996
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF ESCAMBIA
FLORIDA