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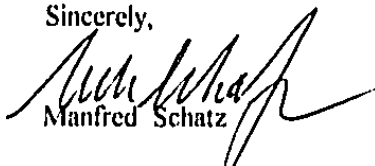
August 29, 1996

Florida Dept. of State  
Bureau of Corp.  
P.O. Box 6327  
Tallahassee, FL 32301

Sec. of State,

Enclosed are the Articles of Incorporation and filing fee of \$122.50 for The Flying Fish Inc. If there are any questions please do not hesitate to contact me at (369-8888).

Sincerely,

  
Manfred Schatz

600001937916  
-09/04/96--01050--007  
\*\*\*\*122.50 \*\*\*\*122.50



**FLORIDA GULF INVESTMENT, INC.**  
Developer • Investments • Consulting • Licensed Real Estate Broker

USA  
PO Box 151  
1140 Lee Blvd., Suite 103  
Lehigh, Florida 33936

GERMANY  
Krapfstr. 23  
70180 Stuttgart  
Germany

FILED  
96 SEP -3 PM 3:13  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

Pmc  
9-6-96

ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is : THE FLYING FISH, INC.

ARTICLE II.

The general nature of the business to be transacted by this corporation is to enter into:  
CONSULTING

ARTICLE III.

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is:

20 Shares of 1.00 par value

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The street address of the initial registered office of this corporation is:

M.E.Schatz

and the name of the initial registered agent of this corporation at that address is : 1140 Lee Blvd., Lehigh, Fl. 33936

ARTICLE VI.

This corporation shall have one director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one.

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95 SEP -3 PM 3:13  
TALLAHASSEE, FLORIDA

M.E.Schatz P/D/S 1140 Lee Blvd., #103, Lehigh, Fl. 33936

**The name and the address of the person signing these articles is:**

M.E.Schatz	1140 Lee blvd., #103, Lehigh, Fl. 33936

Every shareholder, upon sale for cash of any new stock of this corporation of that same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

The Articles of Incorporation may be amended. Each amendment shall be approved by the Board of Directors and proposed to them by the Stockholders and approved at the Stockholders meeting by a majority of the stock entitled to vote thereon, or all of the stockholders may evidence their written approval, and that an instrument thereof may be made.

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

FILED  
26 SEP -3 PM 3:13  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said Act:

First -- That THE FLYING FISH, INC.  
desiring to organize under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at 1140 Lee Blvd., # 103  
Lehigh, County of LEE  
State of Florida has named M.E. Schatz located at   
1140 Lee Blvd., #103 (Street Address, Post Office Box not acceptable)  
City of Lehigh, County of Lee  
State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT (MUST BE SIGNED BY DESIGNATED AGENT).  
Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act  
in this capacity, and agree to comply with the provision of said Act relative  
to keeping open said office.

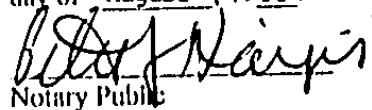
BY: *M.E. Schatz*

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 29 th day of August,  
19 96

STATE OF ) FLORIDA  
COUNTY OF ) LEE

BEFORE ME, the undersigned authority, authorized to take  
acknowledgements in the State and County set forth above, personally  
appeared M.E. Schatz  
known to me and known by me to be the person(s) who executed the  
foregoing Articles of Incorporation, and he (they) acknowledged before  
me that he (they) 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 29th  
day of August, 1996.

  
Notary Public

My commission Expires:

