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December 13, 1996

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Florida Department of State
Bureau of Corporate Records
Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation for Interport, Inc.

Dear Sirs:

Please find the enclosed Articles of Incorporation for Interport, Inc.

Also, find enclosed a check for \$122.50 covering the filing fees, certified copy and registered agent designation costs.

Sincerely,

Vance Vogel
Vance Vogel
Incorporator

DEC 27 1996

BSB

Enclosures

FILED
96 DEC 23 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
INTERPORT, INC.

The undersigned incorporators hereby form a corporation under Chapter 607 of the Florida Statutes.

ARTICLE I. NAME

The name of the corporation shall be: **Interport, Inc.**

The address of the principal office of this corporation shall be:

9641 Gulf Boulevard
Treasure Island, Florida 33706

ARTICLE II. PURPOSE

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

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of one dollar (\$1.00) par value comon stock, all of which shall have the same rights and privileges.

Each share of common stock shall entitle the holder thereof to one (1) vote at any stockholders meeting and otherwise to participate in all such meetings and in the assets of the corporation, and such shares shall be fully paid and non-assessable. They shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of such shares. They may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be:

9641 Gulf Boulevard
Treasure Island, Florida 33706

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TALLAHASSEE, FLORIDA

and the name and address of the initial registered agent of the corporation is:

Vance Vogel
215 85th Avenue #6
Treasure Island, FL 33706

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law, commencing on the date of filing with the Secretary of State.

ARTICLE VI. DIRECTORS

This corporation shall have three (3) director(s) initially. The number of directors may be increased or decreased from time to time by By-laws adopted by the stockholders, but shall never be less than one (1). Vacancies on the Board of Directors may be filled at any special meeting of the stockholders or at any meeting of the Directors. Directors need not be shareholders of the corporation. They may hold office after their election for a period of one (1) year, or until their successors are duly elected. The affairs of the corporation will be managed by the Board of Directors as provided by the By-laws of this corporation.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The name and address(s) of the initial Board of Directors of this corporation is:

Vance Vogel
215 85th Avenue #6
Treasure Island, FL 33706

James Herron, Sr.
10762 Christopher Court
Largo, FL 34644

Cheryl Mercuris
2912 Chancery Lane
Clearwater, FL 34619

ARTICLE VIII. INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation are:

Vance Vogel
215 85th Avenue #6
Treasure Island, FL 33706

ARTICLE IX - SPECIAL PROVISION

It is the intent of the incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Service Code.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price that it is offered to others.

IN WITNESS WHEREOF, the undersigned incorporators have set theirs hands and seals this 18th day of December, 1996.

Vance P. Vogel
Incorporator

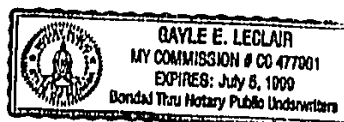
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Vance Vogel, who is well known to me to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and that he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at St. Petersburg and in the said County and State, this 18th day of December, 1996.

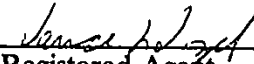
Gayle E. Leclair
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION
INTERPORT, INC.

I, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505 of the Florida Statutes.



Registered Agent

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95 DEC 23 AM 11:08
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Vance Vogel, who is well known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent Designated in Articles of Incorporation of Interport, Inc. and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at St. Petersburg and in the said County and State, this 18th day of December, 1996.



NOTARY PUBLIC

My Commission Expires:

