

(SAMPLE LETTER OF TRANSMITTAL)

P96000104194

Date December 2, 1996

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

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-12/24/96--01044--006
***122.50 ***122.50

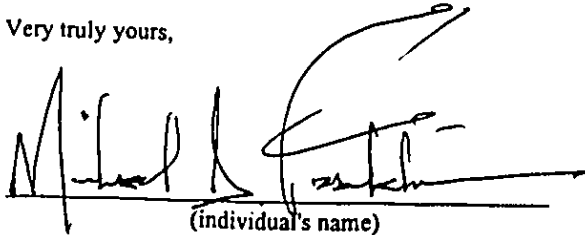
Re: Marker "7" Fish House Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


(individual's name)

DEC 30 1996

BSB

Marker "7" Fish House, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
P.O. Box 336		
Goodland, Fl. 34140-0336		
PHONE		
(941)	394-1313	
Area Code	Number	Ext.

FILED
96 DEC 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Marker "7" Fish House, Incorporated
(name of corporation)

FILED

96 DEC 23 PM 2:08

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Marker "7" Fish House, Incorporated

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Michael Franklin		
ADDRESS	305 Pear Tree Avenue		
CITY	Goodland	FLORIDA Florida	ZIP 34140

The principal office, if known, or the mailing adress of the corporation is:

NAME	Marker "7" Fish House, Incorporated		
ADDRESS	P.O. Box 336		
CITY	Goodland	FLORIDA Florida	ZIP 34140-336

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	Jackie Kranz		
ADDRESS	305 Pear Tree Avenue		
CITY	Goodland	STATE Florida	ZIP 34140
NAME	Michael Franklin		
ADDRESS	305 Pear Tree Avenue		
CITY	Goodland	STATE Florida	ZIP 34140
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Jackie Kranz		
ADDRESS	P.O. Box 336 (305 Pear Tree Ave.)		
CITY	Goodland	STATE Florida	ZIP 34140-336
NAME	Michael Franklin		
ADDRESS	P.O. Box 336 (305 Pear Tree Ave.)		
CITY	Goodland	STATE Florida	ZIP 34140-336
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2nd
day of December, 19 96.



Michael Franklin (Seal)

Michael Franklin (Seal)

Michael Franklin (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

CERTIFICATE OF REGISTERED AGENT

96 DEC 23 PM 2:08

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Marker "7" Fish House, Incorporated
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 305 Pear Tree Avenue


Goodland, Florida 34140-336

has named Michael Franklin

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)