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IGN OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 216697 137473A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizant

ORDER DATE : January 9, 1997

ORDER TIME : 2:04 PM

ORDER NO. : 216697-005

EFFECTIVE DATE

1-7-97

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CUSTOMER NO: 137473A

CUSTOMER: Ms. Carolanne Rios
HALL & RUNNELS

Suite 106
1234 Airport Road
Destin, FL 32541

DOMESTIC FILING

NAME: LAREDO ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED
97 JAN -9 AM 8:58
SECRET
TALLAHASSEE, FLORIDA

Kr
1-10-97

ARTICLES OF INCORPORATION
OF
LAREDO ENTERPRISES, INC.

EFFECTIVE DATE
1-7-97

97 JAN -9 AM 8:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is LAREDO ENTERPRISES, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This Corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This Corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, which stock shall have the entire voting power of the Corporation. Stock shall be issued under Section 1244 of the Internal Revenue Code.

ARTICLE V - 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 pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 1084 Emerald Bay Drive, Destin, Florida 32541.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of this Corporation is Davage J. Runnels, III, Suite 205, 1234 Airport Road, Destin, Florida 32541.

ARTICLE VIII - INITIAL OFFICERS

The names and addresses of the President, Vice President, Secretary and Treasurer is:

Bill Hoffman
1084 Emerald Bay Drive
Destin, Florida 32541

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The Corporation shall have a board of directors consisting of not less than one (1) nor more than three (3) directors. The initial board of directors shall initially consist of the following person: Bill Hoffman.

ARTICLE X - INCORPORATORS

The name and address of the person signing these Articles is: Davage J. Runnels, III, Suite 205, 1234 Airport Road, Destin, Florida 32541.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - SHARES OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following person and in the amount set opposite his name:

Bill Hoffman - 100 shares

ARTICLE XIII - INDEMNIFICATION

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


ARTICLE XIV - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

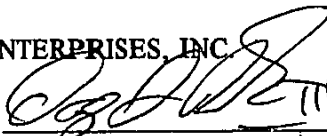
ARTICLE XV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this Corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this Corporation may not be resold or otherwise transferred to any other person unless first offered to the remaining shareholders of the Corporation or the Corporation. The price and terms of which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation, this 7th day of January, 1997.


Davage J. Runnels, III

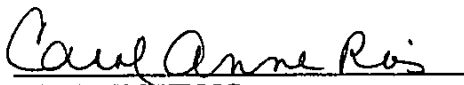
I, Davage J. Runnels, III, hereby am familiar with and accept the duties and
responsibilities as registered agent for LAREDO ENTERPRISES, INC.

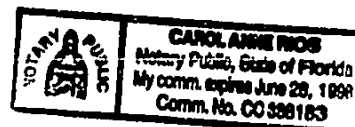
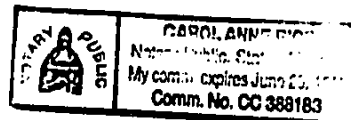

Davage J. Runnels, III
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, a notary public authorized to take acknowledgments in the State and
County set forth above, personally appeared DAVAGE J. RUNNELS, III, personally known
to me and known by me to be the person who executed the foregoing Articles of
Incorporation and said person acknowledged before me that he executed those Articles of
Incorporation for the uses and purposes therein contained and that he is personally known to
me.

1/7/97


NOTARY PUBLIC
My Commission Expires:



FILED
97 JAN -9 AM 8:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE