

P 97 0000 2985

January 2, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400002047264--9
-01/07/97--01026--005
***122.50 ***122.50

Re: New Corporation Filing/COASTLAND FINANCIAL CORPORATION

Gentlemen,

We have enclosed 2 copies of the Articles of Incorporation for COASTLAND FINANCIAL CORPORATION along with the appropriate fees of \$35 for the Articles, \$35 for Designation of the Registered Agent and \$52.50 for the Certified Copy for a total of \$122.50.

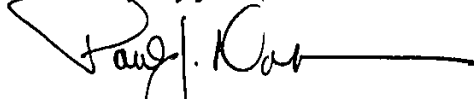
Prior to this filing, the undersigned filed a name reservation (a copy of which is attached). In order to complete the filing of these Articles for formation of the corporation, the undersigned hereby authorizes and/or releases use of the reserved name for said purposes. The incorporator and the holder of the name reservation is one and the same person.

Please return a copy of the Articles and the separate certificate to the following permanent address for COASTLAND FINANCIAL CORPORATION:

PAUL J. MASON, PRESIDENT
COASTLAND FINANCIAL CORPORATION
1411-1 S.E. 47TH STREET
CAPE CORAL, FLORIDA 33904

Should you have any questions relative to the above, please contact the undersigned at area code 941-549-3575 during business hours. Thanking you in advance for your cooperation in reference to this matter.

Very truly yours,


Paul J. Mason

Encls: 2 Copies of Articles of Incorporation and copy of Name Reservation
Check #8649 payable to Dept of State for \$122.50

JAN 13 1997

ARTICLES OF INCORPORATION
OF
COASTLAND FINANCIAL CORPORATION

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FILED
TALLAHASSEE
FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator, a natural person competent to contract, hereby submits these articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE 1: NAME

The name of the corporation is: COASTLAND FINANCIAL CORPORATION and its principal office and mailing address is 1411-1 S.E. 47th Street, Cape Coral, Florida 33904.

ARTICLE 2: NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 3: CAPITAL STOCK

The total number of shares of capital stock authorized is Ten Thousand (10,000). which shares shall have a par value of One Dollar (\$1.00) per share. Such stock shall be issued under the provisions of Section 1244 of the Internal Revenue Code.

Such stock may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors, but at no less than par value.

ARTICLE 4: DIRECTORS

The initial directors of the corporation are:

Paul J. Mason, 4581 Trawler Court, Suite 201, Fort Myers, Florida 33919.
Melody Mason, 122 Shutter Lane, Oyster Bay Cove, Long Island, NY 11771

No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE 5: OFFICERS

The following shall constitute the first officers of this corporation:

Paul J. Mason, 4581 Trawler Court, Suite 201, Fort Myers, Florida 33919-President, Secretary
Melody Mason 122 Shutter Lane, Oyster Bay Cove, Long Island, New York 11771-Treasurer.

ARTICLE 5: INCORPORATOR

The sole incorporator of this corporation is:

Paul J. Mason, 4581 Trawler Court, Suite 201, Fort Myers, Florida 33919

ARTICLE 4: REGISTERED AGENT

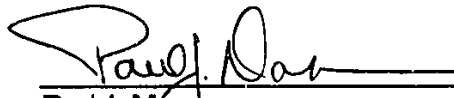
The name of the corporation's initial registered agent is:

Paul J. Mason, 4581 Trawler Court, Suite 201, Fort Myers, Florida 33919.

The sole incorporator of this corporation is Paul J. Mason, 4581 Trawler Court, Suite 201, Fort Myers, Florida 33919.

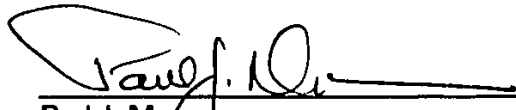
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 31st day of January, 1996.

December
ap
PJM


Paul J. Mason

ACKNOWLEDGEMENT OF DESIGNATED AGENT:

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept to act in this capacity.


Paul J. Mason

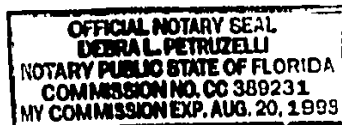
State of Florida)
County of Lee) SS.:

BEFORE ME, the undersigned authority, personally appeared,
PAUL J. MASON

to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed. - personally known

WITNESS my hand and official seal in the County and State named above this 31st day of January, 1996.

December
ap
PJM




Debra Petruzelli