

PETERSON & MYERS, P.A.

ATTORNEYS AT LAW

J. HARDIN PETERSON, SR. (1894-1978)
MICHAEL W. CREWS (1941-1991)

PHILIP O. ALLEN
JACK P. BRANDON
BEACH A. BROOKS, JR.
J. DAVIS CONNOR
MICHAEL S. CRAIG
ROY A. CRAIG, JR.
JACOB C. DYKXHOORN
DENNIS P. JOHNSON
KEVIN C. KNOWLTON
DOUGLAS A. LOCKWOOD, III
M. CRAIG MASSEY
PETER J. MUNSON
CORNEAL B. MYERS
CORNELIUS B. MYERS, III
ROBERT E. PUTERBAUGH
ABEL A. PUTNAM
THOMAS B. PUTNAM, JR.
DEBORAH A. RUSTER
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WINTER HAVEN, FLORIDA 33883-7608

141 5TH STREET, NW, SUITE 300
WINTER HAVEN, FLORIDA 33881
(941) 294-3350
FAX 294-5498

PLEASE REPLY TO:

Lake Wales
February 3, 1997

VIA UPS OVERNIGHT DELIVERY

ATTORNEYS' TITLE INSURANCE FUND, INC.
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301

Re: Articles of Incorporation
P. K. CRUISERS, INC.

300002077509--5
02/04/97-01153--006
***122.50 ***122.50

Dear Sir or Madam:

With regard to the above referenced matter, please find enclosed an original and one copy of the Articles of Incorporation for P.K. Cruisers, Inc., together with our check in the amount of \$122.50, to be hand delivered to, and filed with, the Secretary of State. Also included is our check for \$10.00 to cover your cost of services rendered.

It would be appreciated if you would notify us at 941/676-7611 as soon as the Articles have been filed and return the certified copy via courier delivery. Should you have any questions concerning this matter, please feel free to contact me. Your time and assistance are greatly appreciated.

Sincerely,

C. B. Myers, III
C. B. Myers, III

CBMIII/sls
Enclosures

RECEIVED
96 FEB -4 PM 1:42
DEPT. OF STATE
TALLAHASSEE, FL 32301

D. BROWN FEB - 4 1997

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WINTER HAVEN, FLORIDA 33881
(941) 294-3360
FAX 299-5498

PLEASE REPLY TO:

LAKE WALES
February 3, 1997

VIA HAND DELIVERY

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: *P. K. CRUISERS, INC.*

Dear Sir:


With regard to the above referenced matter, please find enclosed for filing with your office, an original and one copy of the Articles of Incorporation, with attached certificate of resident agent.

Also enclosed is this firm's check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$ 35.00
Certified Copies	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	\$122.50

It would be appreciated if you would provide the courier delivering this package with a certified copy of the above referenced document. Your time and cooperation is greatly appreciated.

Sincerely,



C.B. Myers, III

CBMIII:sls
Enclosures

**ARTICLES OF INCORPORATION
OF
P. K. CRUISERS, INC.**
(a corporation for profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -4 PM 2:45

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation is P. K. CRUISERS, INC.

ARTICLE II
DURATION

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE III
PURPOSES AND POWERS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is **Five Thousand (5,000) shares** of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

ARTICLE V
PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall initially be 344 Lake Daisy Circle, Winter Haven, FL 33884.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 344 Lake Daisy Circle, Winter Haven, FL 33884, and the name of its initial registered agent at that office is John P. McDaniel.

ARTICLE VII
MANAGEMENT OF THE CORPORATION'S AFFAIRS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

ARTICLE VIII
OFFICERS

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

ARTICLE IX
INITIAL OFFICERS

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	John P. McDaniel
Secretary:	Kathy H. McDaniel
Treasurer:	Kathy H. McDaniel
Vice President:	Kathy H. McDaniel

ARTICLE X
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be two. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and

vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

John P. McDaniel
344 Lake Daisy Circle
Winter Haven, FL 33884

Kathy H. McDaniel
344 Lake Daisy Circle
Winter Haven, FL 33884

ARTICLE XI
NAMES AND ADDRESSES OF INCORPORATORS

The name and address of the incorporator of this corporation are as follows:

John P. McDaniel
344 Lake Daisy Circle
Winter Haven, FL 33884

Kathy H. McDaniel
344 Lake Daisy Circle
Winter Haven, FL 33884

ARTICLE XII
BYLAWS

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

ARTICLE XIII
MEETINGS OF THE SHAREHOLDERS

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

ARTICLE XIV
QUORUM AT SHAREHOLDERS' MEETING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

ARTICLE XV
AMENDMENT OF ARTICLES

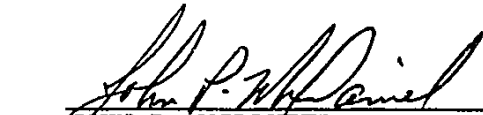
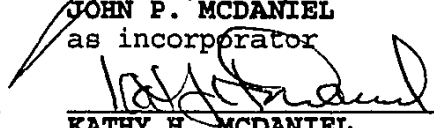
The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 3rd day of February, 1997.

Signed, sealed and delivered
in the presence of:


Print Name: Rennie Heath

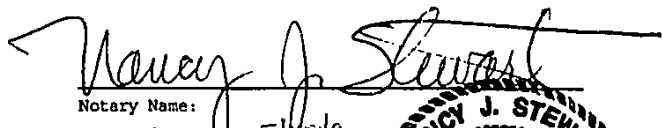

Print Name: NANCY SAXON

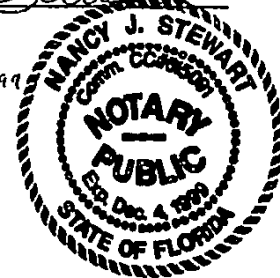

JOHN P. MCDANIEL
as incorporator

KATHY H. MCDANIEL
as incorporator

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation was acknowledged before me this 3 day of February, 1997, by JOHN P. MCDANIEL and KATHY H. MCDANIEL, who are personally known to me or who have produced a drivers license as identification.


Notary Name: _____
State of Florida Florida
My Commission Expires: 12/14/99



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -4 PM 2:45

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: February 2d, 1997


JOHN P. MCDANIEL