

P97000049971



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 418099 4352702

AUTHORIZATION :

*Patricia Pizuto*

COST LIMIT : \$ 122.50

ORDER DATE : June 5, 1997

ORDER TIME : 2:32 PM

ORDER NO. : 418099-005

CUSTOMER NO: 4352702

60000.2203525--9

CUSTOMER: Ms. Jennifer Lukas  
WILLIAMS PARKER HARRISON DIETZ  
& GETZEN  
200 South Orange Avenue  
Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: TESSERA GULFSTREAM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

RECEIVED  
JUN 11 - 5 PM 8:16  
FLORIDA  
DIVISION OF CORPORATIONS

RECEIVED  
97 JUN - 5 PM 3:37  
DIVISION OF CORPORATIONS

3

JUN - 6 1997.

**ARTICLES OF INCORPORATION  
OF  
TESSERA GULFSTREAM, INC.**

FILED  
97 JUL -5 AM 8:17  
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Tessera Gulfstream, Inc.

2. Principal Office. The principal office of the Corporation is:

201 Gulf of Mexico Drive, Suite 6  
Longboat Key, Florida 34228

3. Mailing Address. The mailing address of the Corporation is:

201 Gulf of Mexico Drive, Suite 6  
Longboat Key, Florida 34228

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

James E. Clabaugh  
201 Gulf of Mexico Drive, Suite 6  
Longboat Key, Florida 34228

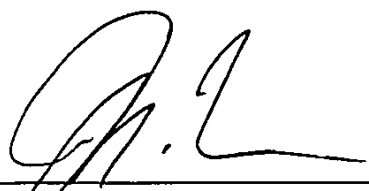
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

James E. Clabaugh  
201 Gulf of Mexico Drive, Suite 6  
Longboat Key, Florida 34228

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 28 day of May, 1997.

  
James E. Clabaugh  
Incorporator and Registered Agent

FILED  
MAY 15 1997  
TALLAHASSEE, FLORIDA