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June 2, 1997

Divisions of Corporations

D.W. McKinnon, Division Director

P.O. Box 6327

Tallahassee, FL 32399

RE: Incorporation of New Business

400002219614--7

-06/23/97--01079--019

****122.50 ****122.50

Dear Sirs:

Enclosed are (1) articles of incorporation, (2) Certificate designating place of business, and (3) check in payment of incorporation fees as follows:

\$ 35.00 - Filing Fee - Profit Corporation

52.50 - Charter Tax (Minimum)

35.00 - Certificate Designating Registered Agent

\$122.50 Total Check

Please return the certified copy of these articles of incorporation to our office.

Sincerely,



Mark A Delashmet

President, Marnet Enterprises, Inc

FILED
97 JUN 23 PM 3:11
TALLAHASSEE, FLORIDA

AL JUN 24 1997

FILED

97 JUN 23 PM 3:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARNET ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, Mark A. Delashmet, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation is MARNET ENTERPRISES, INC.. The principal office and mailing address of the corporation is 2264 41st Terrace S.W., Naples, Florida 34116.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles with the Florida Secretary of State.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations

ARTICLE VIII
INCORPORATORS

The name and address of the person signing these Articles is:

NAME

ADDRESS

Mark A. Delashmet

2264 41st Terrace S.W.
Naples, Florida 34116

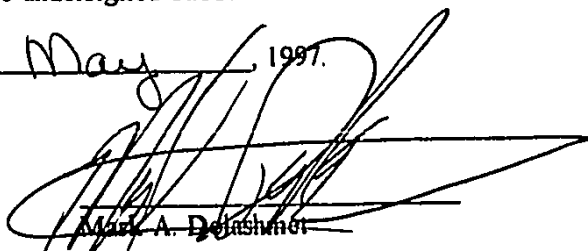
ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 1 day of May, 1997.


Mark A. Delashmet

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Mark A. Delashmet, known to me and known by me to the persons who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1 day of May, 1997.

(SEAL)

Capricia Turner
NOTARY PUBLIC
State of Florida at Large

My commission expires:



Capricia L. Turner
MY COMMISSION # CC497512 EXPIRES
September 21, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

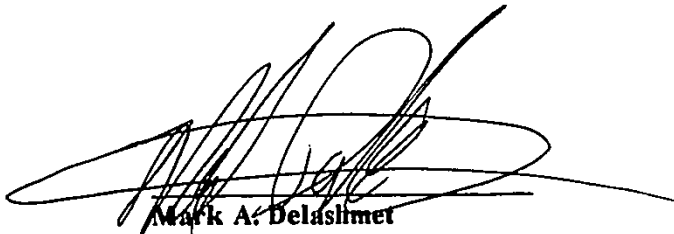
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That MARNET ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County Collier, State of Florida, has named Mark A. Delashmet located at 2264 41st Terrace S.W. Naples, Florida 34116, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Mark A. Delashmet

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA