

P9700062333

JOHN W. HOLDSWORTH
1111 N. Westshore Boulevard, Suite 207
Tampa, Florida 33607-4711
1-813-281-0123

FILED
91 JUL 17 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

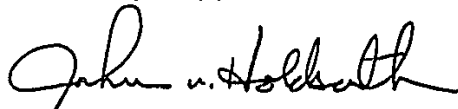
RE: MARINER'S COVE DEVELOPMENT CORPORATION.

Dear Sir or Madam:

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. I have attached our check in the sum of \$78.75 which represents the filing fee and Certificate. Please return all documents to me in the enclosed Federal Express envelope.

Should you have any questions, please contact the undersigned at the above number. Thank you for your attention to this matter.

Very truly yours,



John W. Holdsworth

DATED: July 14, 1997

JWH:m
Enclosures
36318

P. CHANDLER

JUL 18 1997

**ARTICLES OF INCORPORATION
OF
MARINER'S COVE DEVELOPMENT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THESE ARTICLES OF INCORPORATION are signed by the incorporator for the purposes of forming a profit corporation pursuant to the provisions of Florida Statutes Chapter 607, as amended, as follows:

ARTICLE I

The name of the corporation is MARINER'S COVE DEVELOPMENT CORPORATION.

ARTICLE II

The purpose for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed.

ARTICLE III

The street address of the principal office of the corporation is 1111 N. Westshore Boulevard, Suite 207, Tampa, Florida 33607-4711.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

MARINER'S COVE DEVELOPMENT CORPORATION
ARTICLES OF INCORPORATION

ARTICLE V

The initial street address of the Corporation's registered office is and the initial registered agent for the Corporation at that address is John W. Holdsworth.

ARTICLE VI

The name and address of the incorporator are as follows

John W. Holdsworth
1111 N. Westshore Boulevard, Suite 207
Tampa, Florida 33607-4711

ARTICLE VII

The initial board of directors shall consist of two members. The name and address of the persons who will serve on the initial board of directors are:

NAME	ADDRESS
John W. Holdsworth	930 Allegro Lane Apollo Beach, Florida 33572
Leslie Holdsworth	930 Allegro Lane Apollo Beach, Florida 33572

ARTICLE VIII

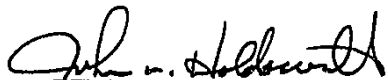
The duration of the corporation is perpetual.

ARTICLE IX

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

MARINER'S COVE DEVELOPMENT CORPORATION.
ARTICLES OF INCORPORATION

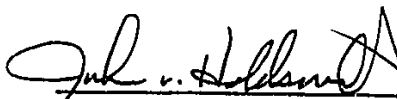
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles
of Incorporation this 14 day of July, 1997.


JOHN W. HOLDSWORTH

MARINER'S COVE DEVELOPMENT CORPORATION.
ARTICLES OF INCORPORATION

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MARINER'S COVE DEVELOPMENT CORPORATION at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


JOHN W. HOLDSWORTH

Date: July 14, 1997

36281

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SECURE MAIL OF STATE
TALLAHASSEE, FLORIDA