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THEODORE W. SOULE, P.A.
ATTORNEY AT LAW

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316 SOUTH BAYLEN STREET, SUITE 560
PENSACOLA, FLORIDA 32501

97 AUG 27 AM 11:56 TELEPHONE (904) 436-7547

September 27, 1997
TALLAHASSEE, FLORIDA

FACSIMILE (904) 436-6710

Ms. Sandra B. Mortham
Secretary of State
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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Re: The Fish Peddler of Gulf Breeze, Inc.
Articles of Incorporation

Dear Ms. Mortham:

Please find enclosed the following documents for filing with regard to the above-referenced matter:

1. Articles of Incorporation of **The Fish Peddler of Gulf Breeze, Inc.**;
2. Check payable to the Secretary of State in the amount of \$122.50 for the following fees, pursuant to Section 607.0122, Florida Statutes:
 - a. Articles of incorporation - \$35
 - b. Designation of and acceptance by registered agent, - \$35, and
 - c. Certified copy of filed Articles - \$52.50

Upon receipt of the foregoing, I would request that the Articles be filed with the Secretary of State, and that a certified copy of the same be returned to this office at the above address along with the appropriate certificate of incorporation.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

Theodore W. Soule

Theodore W. Soule

TWS
enclosures

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ARTICLES OF INCORPORATION

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OF

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THE FISH PEDDLER OF GULF BREEZE, INC.

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name The name of the corporation shall be:

THE FISH PEDDLER OF GULF BREEZE, INC.

Article II. Address. The address of the principal office of the Corporation is and the mailing address of the Corporation is:

3250 Bay Street, Gulf Breeze, Florida, 32561

Article III. Authorized Shares. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue seven thousand five hundred (7,500) common shares.

Article IV. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is:

316 South Baylen Street, Suite 560, Pensacola, Florida 32501

and the name of its initial Registered Agent at that address is:

Theodore W. Soule, P. A.

Article V. Incorporators. The name and address of the Incorporator is as follows:

Greg La Fon, 3250 Bay Street, Gulf Breeze, Florida, 32561

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 21st day of August, 1997.


GREG LA FON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

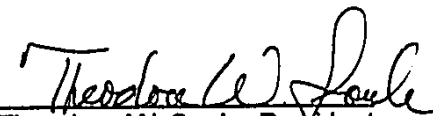
ACCEPTANCE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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 am familiar with and accept the obligations of my position as registered agent.

DATED this 21st day of August, 1997.

Theodore W. Soule, P.A.

BY: 
Theodore W. Soule, President