

JAMES A. BARKS

ATTORNEY AT LAW

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September 29, 1997

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P970000 84853

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32312

900002307679--8
-09/30/97--01042--005
****122.50 ****122.50

Re: GATOR VENTURES OF SEMINOLE, INC.

Gentlemen:

Enclosed please find my trust account check payable to your order in the amount of \$122.50, Articles of Incorporation and copy of same.

Amounts on the enclosed check are broken down as follows:

\$35.00 - Filing fee

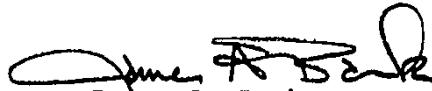
\$35.00 - Designating Registered Agent

\$52.50 - Certified copy of Articles of Incorporation

Please file the enclosed Articles and return a certified copy of same to me at your earliest convenience.

Thank you for your assistance.

Very truly yours,


James A. Barks

JAB/lw

Enclosure

DMC
10-1-97

FILED
97 SEP 30 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GATOR VENTURES OF SEMINOLE, INC.

FILED

97 SEP 30 PM 12:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators to these Articles of Incorporation hereby associate themselves together to form a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is: GATOR VENTURES OF SEMINOLE, INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this Corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this Corporation is to engage in any and all lawful business permitted under the Laws of the United States and the Laws of the State of Florida, except to do business as a bank, railroad, canal, or telephone or telegraph company.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this Corporation is authorized to issue is: 1,000 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this Corporation is 2356 Black Hammock Fish Camp Road, Oviedo, Florida 32765, and the name of the initial

Registered Agent of this Corporation is DANNY J. HEADRICK.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the ByLaws but shall never be less than one

(1). The names and addresses of the initial Directors of this Corporation are:

DANNY J. HEADRICK
Post Office Box 471280
Lake Monroe, FL 32747-1280

TODD D. BRADEN
Post Office Box 471280
Lake Monroe, FL 32747-1280

ARTICLE VII. INCORPORATORS

The names and addresses of the persons signing these Articles are:

DANNY J. HEADRICK
Post Office Box 471280
Lake Monroe, FL 32747-1280

TODD D. BRADEN
Post Office Box 471280
Lake Monroe, FL 32747-1280

ARTICLE VIII. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the Shareholders is subject to these reservations.

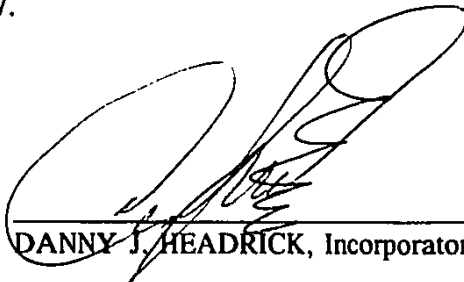
ARTICLE IX. STOCK TRANSFER RESTRICTIONS

Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of shares</u>
DANNY J. HEADRICK	100
TODD D. BRADEN	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

IN WITNESS WHEREOF, the undersigned subscribers executed these Articles of Incorporation this 29 day of September, 1997.

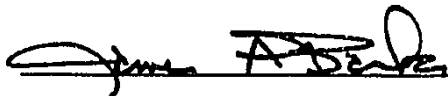

DANNY J. HEADRICK, Incorporator

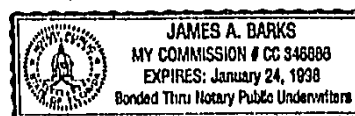

TODD D. BRADEN, Incorporator

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 29th day of September, 1997, by DANNY J. HEADRICK, who is personally known to me.

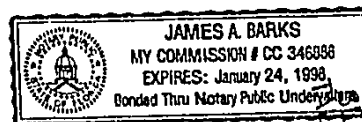
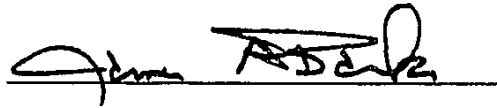




STATE OF FLORIDA

COUNTY OF SEMINOLE

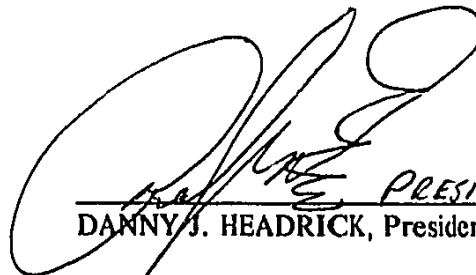
The foregoing instrument was acknowledged before me this 29 day of September, 1997, by TODD D. BRADEN, who produced a Florida Driver's License as identification.



FILED
97 SEP 30 PM 12:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS OF THE OFFICE FOR SERVICE OF PROCESS
WITHIN THIS STATE

Pursuant to Florida Statutes, this is to certify that GATOR VENTURES OF SEMINOLE, INC., a Corporation duly organized and existing under the Laws of the State of Florida, has named DANNY J. HEADRICK, 2356 Black Hammock Fish Camp Road, Oviedo, Florida 32765, as its agent to accept service of process within this State and the said address as the office for such service of process.

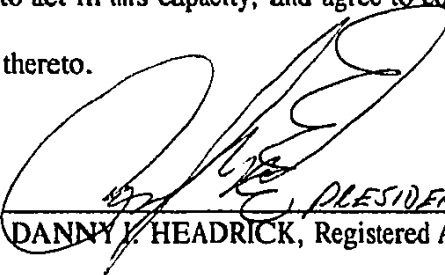


PRESIDENT
DANNY J. HEADRICK, President

ACKNOWLEDGMENT

Having been named to accept service of process for the above State Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative thereto.

By:


PRESIDENT
DANNY L. HEADRICK, Registered Agent