

Barnett Center
Suite 300
4501 Tamiami Trail North
Naples, Florida 34103-3060
941-262-5959
FAX 941-434-4999

Attorneys at Law in
Milwaukee and Madison, Wisconsin
West Palm Beach and Naples, Florida
Phoenix, Arizona

Naples Attorneys

Brett A. Brossett
James T. Demarest
Robert E. Doyle, Jr.
Timothy G. Hams
Samara S. Holland
John D. Humphreville
Kimberly L. Johnson
Thomas E. Maloney
F. Joseph McMackin, III
Mark H. Muller
David L. Petersen
Leo J. Salvatori
Joseph D. Zaks

Quarles & Brady

October 3, 1997

FEDERAL RESERVE

Attorneys Title Insurance Fund, Inc.
Attn: Barb
660 East Jefferson Street
Suite 200
Tallahassee, FL 32301

RAVEN
Pick up
700002313037--3
-10/06/97--01146--001
*****122.50 ****122.50*

Re: Pelican Strand Marketing Group, Inc.

700002313037--3

-10/06/97--01146--001

****122.50 ****122.50

Dear Barb:

Enclosed are the original Articles of Incorporation, together with a copy of the same, regarding the above-captioned corporation. I would appreciate your filing the same today with the Secretary of State, and then calling me to confirm their acceptance. This firm's check in the amount of \$122.50 made payable to the Secretary of State is also enclosed for payment of the filing fee. I would further appreciate your forwarding the certified copy of the Articles to me by the usual route.

Thank you for your assistance in this matter. Please feel free to call if you should have any questions.

Respectfully,

QUARLES & BRADY

Karen
Karen Loper
Secretary to Leo Salvatori

97 OCT -5 PM 2:25

/kl

enclosures

QBNAP\132556.01

[Large handwritten signature]

ARTICLES OF INCORPORATION
OF
PELICAN STRAND MARKETING GROUP, INC.

SECRETARY
TALLAHASSEE, FLORIDA

97 OCT -6 PM 2:25

FILED

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is Pelican Strand Marketing Group, Inc.

ARTICLE II
Duration

The duration of the corporation shall be perpetual.

ARTICLE III
Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII
Registered Office and Agent

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103, and the name of its initial registered agent at such address is Naples-Lawdock, Inc., a Florida corporation.

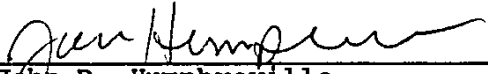
ARTICLE VIII
Incorporator

The name and address of the incorporator is John D. Humphreville, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103.

ARTICLE IX
Principal Office

The principal office of the corporation is located at 10621 Airport-Pulling Road, Suite One, Naples, Florida 34109.

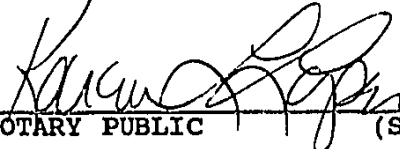
Executed this 3rd day of October, 1997.



John D. Humphreville
Incorporator

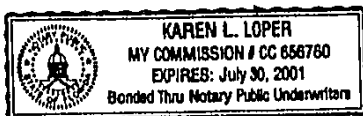
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 3rd day of October, 1997, by John D. Humphreville, who is personally known to me.



NOTARY PUBLIC (SEAL)

My Commission Expires:



CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and
Section 607.0501(3) of the Florida Business Corporation Act, the
following is submitted:

1. That Pelican Strand Marketing Group, Inc., desiring to
organize under the laws of the State of Florida, has named Naples-
Lawdock, Inc., located at 4501 Tamiami Trail North, Suite 300,
Naples, Collier County, Florida 34103, as its agent to accept
service of process within Florida.

Dated: Oct 3, 1997

John D. Humphreville
John D. Humphreville
Incorporator

2. That, having been named to accept service of process for the
above-stated corporation, at the place designated in this
Certificate, the undersigned hereby agrees to act in this capacity;
the undersigned is familiar with and accepts the obligations of
§607.0505 of the Florida Business Corporation Act and further
agrees to comply with the provisions of all statutes relative to
the proper and complete performance of its duties.

(Corporate Seal)
Naples-Lawdock, Inc., a
Florida corporation,

Dated: Oct 3, 1997

By:

David L. Petersen
David L. Petersen, as
Vice President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before
me this 3rd day of October, 1997, by David L. Petersen, as Vice
President of Naples-Lawdock, Inc., a Florida corporation, who is
personally known to me.

My Commission Expires:

Karen L. Loper
NOTARY PUBLIC

(SEAL)

QBNAP\132538.01

-3-



FILED
97 OCT -6 PM 2:25
STATE OF FLORIDA