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ACCOUNT NO. : 072100000032

REFERENCE : 584873 10297A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjunt

ORDER DATE : October 30, 1997

ORDER TIME : 9:0 AM

ORDER NO. : 584873-005

CUSTOMER NO: 10297A

500002335435--5

CUSTOMER: Perry G. Gruman, Esq
PERRY G. GRUMAN, P.A.

3400 West Kennedy Blvd.
Tampa, FL 33609

DOMESTIC FILING

NAME: GARIBALDI INVESTMENT PLAN,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 OCT 31 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 OCT 31 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LSN OCT 31 1997

ARTICLES OF INCORPORATION
OF
GARIBALDI INVESTMENT PLAN, INC.

FILED
97 OCT 31 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GARIBALDI INVESTMENT PLAN, INC.

The address of the principal office of this corporation shall be 4102-C Cortez Drive, Tampa, Florida 33614, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3400 West Kennedy Boulevard, Tampa, Florida 33609, and the name of the initial registered agent of the corporation at that address is William Gruman, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Petr Kucher	4102-C Cortez Drive
Dir.	Tampa, Florida 33614

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Petr Kucher	4102-C Cortez Drive
Pres./Sec./Treas.	Tampa, Florida 33614

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on October 31, 1997.

CORPORATION SERVICE COMPANY

BY: Karen B. Rozar
Its Agent, Karen B. Rozar

ACG/RWW

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

WILLIAM GRUMAN, ESQ., an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

GARIBALDI INVESTMENT PLAN, INC.

is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

WILLIAM GRUMAN,

FILED
97 07 31 PM 3:22
OFFICE OF STATE
TREASURER
TALLAHASSEE, FLORIDA