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FILED

98 MAR 25 AM 11:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 24, 1998

EFFECTIVE DATE

3-23-98

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-03/25/98--01042--008
*****70.00 *****70.00

Re: Brandy, Inc.

Dear Sir or Madam:

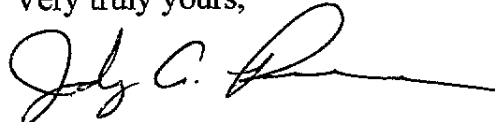
Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Please file the original and confirm such filing in writing at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fee.

Please contact me if you have questions or require additional information.

Thank you for your assistance.

Very truly yours,



Judy A. Romano

Enclosure

cc: Mr. James Zaleski

P. Hall

MAR 26 1998

ARTICLES OF INCORPORATION
OF
BRANDY, INC.

FILED
98 MAR 25 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

EFFECTIVE DATE

Corporate Name and Address

3-23-98

The name of the Corporation is Brandy, Inc., and the address of the principal office and mailing address of the Corporation is 263 San Cristobal Avenue, Punta Gorda, Florida 33983.

ARTICLE II

Corporate Purpose

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1,000, all of which are to be voting common stock having a par value of \$1.00 per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 3238 Fowler Street, Fort Myers, Florida 33916. The name of the initial registered agent of the Corporation at the registered office shall be James Zaleski.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two people. The Directors shall be elected annually in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one. The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until successors shall have been elected and qualify are as follows:

**James Zaleski
263 San Cristobal Avenue
Punta Gorda, Florida 33983**

**Tamera K. Zaleski
263 San Cristobal Avenue
Punta Gorda, Florida 33983**

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

**James Zaleski
263 San Cristobal Avenue
Punta Gorda, Florida 33983**

ARTICLE VII

Commencement of Existence

The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 23rd day of March, 1998.

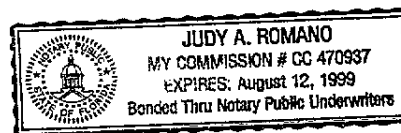
James F. Zaleski
James Zaleski, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 23rd day of March, 1998, by James Zaleski, who is personally known to me, ~~or who has~~ produced _____ as identification.

Judy A. Romano
Notary Public

Judy A. Romano
Printed Name



CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

Brandy, Inc., in compliance with Section 48.091, Florida Statutes, submits the following:

Brandy, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Lee County, Florida, has named James Zaleski as its registered agent to accept service of process within Florida.

Brandy, Inc.,
a Florida corporation,

By: James F Zaleski
James Zaleski, Incorporator

Date: March 23, 1998

ACCEPTANCE OF REGISTERED AGENT

FOR

BRANDY, INC.

I, James Zaleski, having been named to accept service of process for Brandy, Inc., at the place designated in the Articles of Incorporation, hereby accept the obligations of a registered agent under the Florida Business Corporation Act.

James F Zaleski
James Zaleski

March 23, 1998
Date

FILED
98 MAR 25 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA