

P98000041254  
*Kostick & Company, P.A.*

*Certified Public Accountants*

7520 NW 5th Street  
Suite 200  
Plantation, Florida 33317

ELLIOT D. KOSTICK, CPA

SUSANNE P. NEIL, CPA

BRWD: (954) 792-4477

FAX: (954) 792-3899

FLORIDA TOLL-FREE

(800) 728-4479

April 20, 1998

Secretary of State  
Corporation Division  
State of Florida  
Tallahassee, Florida 32304

re: EBB TIDE OF SOUTH FLORIDA, INC.

Gentlemen:

This is to advise you to send all information for the  
incorporation of EBB TIDE OF SOUTH FLORIDA, INC. to the following  
address:

Kostick & Company, P.A.  
7520 NW 5th Street  
Suite 200  
Plantation, Florida 33317

600002509976-7  
-05/04/98--01100--011  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed please find two (2) copies of the Articles of  
Incorporation of EBB TIDE OF SOUTH FLORIDA, INC. and a check in  
the amount of \$122.50 for the processing of this corporation. The  
check represents payment of the following fees:

Filing	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50

Total	\$ 122.50
	=====

Thank you,

KOSTICK & COMPANY, P.A.

  
Elliot D. Kostick

FILED  
98 MAY -4 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mc 5/7/98

FILED

ARTICLES OF INCORPORATION

98 MAY -4 AM 9:39

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EBB TIDE OF SOUTH FLORIDA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

EBB TIDE OF SOUTH FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1877 South Bayshore Drive  
Miami, FL 33133

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jack McGovern  
1877 South Bayshore Drive  
Miami, FL 33133

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator(s) to these Articles of Incorporation is:

Jack McGovern  
1877 South Bayshore Drive  
Miami, FL 33133

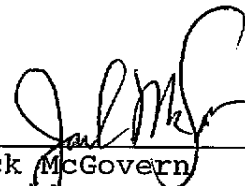
ARTICLE VI DIRECTORS

Jack McGovern  
1877 South Bayshore Drive  
Miami, FL 33133

ARTICLE VII NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida

The undersigned has executed these Articles of Incorporation this 30<sup>th</sup> day of April, 1998.

X   
\_\_\_\_\_  
Jack McGovern  
President

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

EBB TIDE OF SOUTH FLORIDA, INC.

2. The name and registered agent and office is:

Jack McGovern  
1877 South Bayshore Drive  
Miami, FL 33133

FILED  
98 MAY -4 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

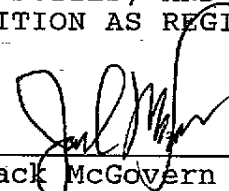
Signature X 

Jack McGovern

Title President

Date April 30 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature X 

Jack McGovern

Date April 30 1998