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() ANNUAL REPORT	()) WITHDRAWAL OR SO
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PROVIDE US WITH: CERTIFIED COPY	() CERTIFICATE OF STATUS	() STAMPED COPY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ZONA CAPITAL, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: _____ ZONA CAPITAL, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The 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 a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

%Renea M. Glendinning 1858 Ringling Boulevard Sarasota, Florida 34236

and, the mailing address of this Corporation shall be:

%Renea M. Glendinning P. O. Box 49348 Sarasota, Florida 34230-6348

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Renea M. Glendinning 1858 Ringling Boulevard Sarasota, Florida 34236

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

H. Dieter Gebhard 1858 Ringling Boulevard Sarasota, Florida 34236

Renea M. Glendinning 1858 Ringling Boulevard Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in

certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

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

Renea M. Glendinning

1858 Ringling Boulevard Sarasota, Florida 34236

The undersigned has executed these Articles this 6th day of July , 1998.

Renea M. Glendinning

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for ZONA CAPITAL, INC. at the place designated in the Articles, 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 I am familiar with and accept the obligations of my position as Registered Agent.

July 6, 1998

Renea M. Glendinning (Registered Agent

(JWP:gkm\6094-9\Zona Articles.285366)