

P98000065985

Michael Lennox
1610 Arlington Street
Sarasota, Florida 34239
PHONE: (941) 366-1062

July 1st, 1998

Secretary of State
Division of Corporations
State Corporation Commission
P.O. Box 6327
Florida, 32314
Tallahassee

300002581223--8
-07/07/98-01022-014
*****78.75 *****78.75

Re: L'Antica Corporation

Dear Sir or Madam:

Enclosed please find the original executed Articles of
Incorporation for the corporation referenced above and our check
number in the amount indicated below.

| | |
|------------------|----------|
| Filing fee: | \$ 70.00 |
| Certificate fee: | \$ 8.75 |
| Total: | \$ 78.75 |

Please send your receipt for this filing and evidence of
admission to record of these Articles of Incorporation to the
undersigned at your earliest convenience.

Enclosed is our check in the amount of \$78.75.

Thank you for your assistance in this matter. If you have any
questions, please do not hesitate to call the undersigned.

Very truly yours,



Michael Lennox

Enclosures

M3043

APPROVED
AND
FILED
98 JUL 28 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAVE
AUTHORIZATION BY PHONE TO
DIRECT RA acceptance - well mail
DATE _____
EXAM _____

B. BROCK JUL 28 1998

W98-15582

ARTICLES OF INCORPORATION
OF
L'ANTICA CORPORATION

FIRST: The name of the corporation (hereinafter the "Corporation") is L'Antica Corporation.

SECOND: The Corporation is to have perpetual existence.

THIRD: The address of the initial registered office of the Corporation in Florida is:
1610 Arlington Street,
Sarasota, Florida 34239

The name of the Corporation's registered agent at such address is Michael S. Lennox, 1610 Arlington Street, Sarasota, Florida 34239

Said registered agent is a director of the Corporation and resident of the State of Florida.

FOURTH: The purposes for which the Corporation is formed are:

Any legal purpose or business.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation shall consist of one or more persons and the name of the persons who are to serve as the initial directors until the first annual meeting of the shareholders or until their successors have been duly elected and shall qualify is:

Michael S. Lennox

SIXTH: The Corporation shall indemnify each of the individuals who may be indemnified pursuant to Chapter 607 of the Florida Business Corporations Act, as amended from time to time to the fullest extent permitted, (i) in each and every situation where the Corporation is obligated to make such indemnification pursuant to the aforesaid statutory provisions; and (ii) in each and every situation where, under the aforesaid statutory provisions, the Corporation is not obligated, but is nevertheless permitted or empowered, to make such indemnification, it being understood, with respect to any situation, under this clause (ii), that the Corporation shall promptly make or cause to be made any determination which the aforesaid statutory provisions require be made prior to indemnifying an individual.

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9 JUL 28 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Corporation shall pay for or reimburse the reasonable expenses incurred by a director, officer or employee who is a party to a proceeding if (a) the director, officer or employee furnishes to the Corporation a written statement of his good faith belief that he has met the standard of conduct described in Chapter 607 of the Florida Business Corporations Act; (b) the director, officer or employee furnishes to the Corporation a written undertaking, executed personally or on his behalf, to repay the advance if it is ultimately determined that he did not meet the standard of conduct; and (c) a determination is made that the facts then known to those making the determination would not preclude indemnification.


In any proceeding brought by a shareholder in the right of the Corporation or by or in the behalf of shareholders of the Corporation, the damages assessed against an officer or director arising out of a single transaction occurrence or course of conduct, shall not exceed \$1,000.00; provided, however, that such limitation of liability shall not be effective if the officer or director engaged in willful misconduct or knowing violation of the criminal law or of any federal or state securities laws.

SEVENTH: The total number of shares of stock which the Corporation shall have authority to issue is five thousand (5,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

EIGHTH: The name and address of the Incorporator is:

Michael S. Lennox
1610 Arlington Street
Sarasota, Florida 34239

Dated: July 1st, 1998

by 
Michael S. Lennox
Incorporator

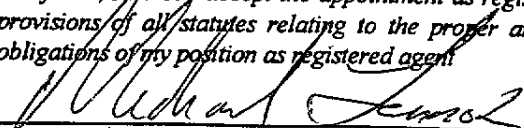
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 28 AM 11:20

APPROVED
AND
FILED

M3086

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 I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

7/20/98
Date