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September 14, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

600002641926--1
-09/17/98--01045--011
*****70.00 *****70.00

Re: Corporate Filing - For Profit

Dear Sir or Madam:

Enclosed please find an original and a copy of Articles of Incorporation for Gulf Coast Pride, Inc., along with a check for \$70.00 and a self-addressed stamped envelope. Please file and handle accordingly.

Thank you for your attention to this matter.

Sincerely,

Michael E. Morris
MICHAEL E. MORRIS

MEM/rar

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 8:52

No copy enclosed

R. Purinton SEP 21 1998

**ARTICLES OF INCORPORATION
OF
GULF COAST PRIDE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 8:52

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is GULF COAST PRIDE, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing with the Secretary of State.

ARTICLE III

The street address of the principal office of the Corporation is 1615 E. Scott Street, Pensacola, Florida 32503.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of the Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1615 E. Scott Street, Pensacola, Florida 32503. The initial registered agent for the Corporation at that address is William Lynch.

ARTICLE VI

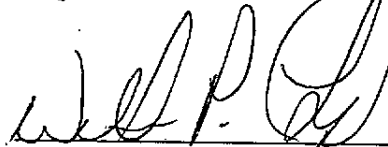
The name and street address of the person signing these articles of incorporation is:

William Lynch
1615 E. Scott Street
Pensacola, Florida 32503

ARTICLE VII

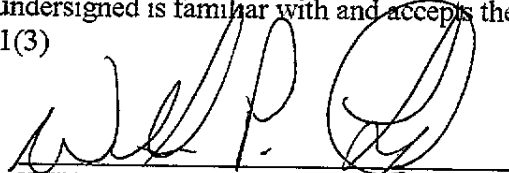
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 18 day of August, 1998.


WILLIAM LYNCH

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GULF COAST PRIDE, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3)


WILLIAM LYNCH

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