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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

88101 Corporation

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- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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ARTICLES OF INCORPORATION
OF 88101 CORPORATION

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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 88101 Corporation.

ARTICLE II

The corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

The street address of the principal office of the Corporation is 88101 Overseas Highway, Islamorada, Monroe County, Florida 33036.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 3,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is 88101 Overseas Highway, Islamorada FL 33036. The initial registered agent for the Corporation at that address is James S. Mattson.

ARTICLE VII

The Corporation elects to have preemptive rights, as defined in and pursuant to § 607.0630, Fla. Stat. (1997).

ARTICLE VIII

If the shares of the Corporation are equally divided between two shareholders, or two groups of shareholders ("groups"), either shareholder or group may, under circumstances that warrant dissolution of a partnership under Florida law, state a price and terms at which that shareholder or group will sell their shares, or which they will pay to purchase the shares of the other shareholder or group. Said price and terms shall be communicated in writing to each shareholder to whom the offer applies, by certified mail, return receipt requested, to the last known address of each such shareholder, or by any other method that provides proof of delivery. The shareholder or group to which said offer is made shall have thirty days from its receipt to decide whether to buy or sell at the price, and on the terms, offered. The decision to buy or sell shall be communicated to the offeror(s) in the same manner as the offer was communicated. The purchasing shareholder or group shall have thirty days from receipt of the buy or sell decision from the offeree(s) to complete said transaction. If the offeree(s) fail to exercise the

right to decide whether to buy or sell, within the thirty day period provided herein, and provided that the offeror(s) can prove that the offer was received by each person entitled to receipt, the offeror(s) may decide whether to buy or sell at the price and terms indicated. In the event that such is the case, the secretary of the corporation is authorized to record the transfer on the corporate stock ledger and issue new stock certificates as appropriate.

ARTICLE IX

The Corporation may purchase life insurance on the lives of its key officers and directors, with the proceeds to be paid to the Corporation and to the heirs and assigns of the insured as the Board of Directors of the Corporation may deem appropriate.

ARTICLE X.

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

ARTICLE XI

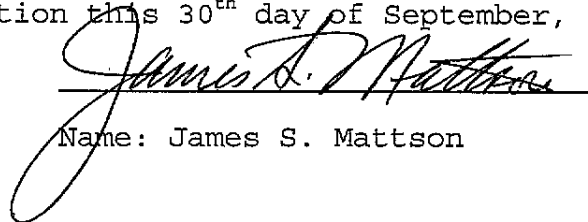
The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
James S. Mattson,	PO Box 509, Key Largo, FL 33037
Robert R. Garant,	88101 Overseas Hwy, Islamorada, FL 33036

ARTICLE XII

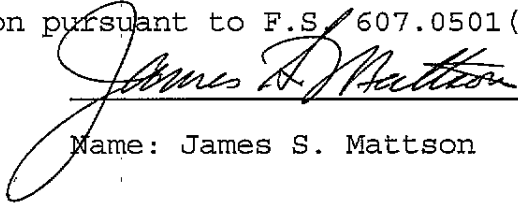
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of September, 1998.


Name: James S. Mattson

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for 88101 Corporation 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).



Name: James S. Mattson

Date: *Sept 30, 1998*

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