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FILING COVER SHEET

REFERENCE:	0174. 4221
DATE:	10-20-98
CONTACT:	CINDY HICKS
FROM:	CORPORATE & CRIMINAL RESEARCH SERVICES
	103 N. MERIDIAN STREET TALLAHASSEE, FL 32301
TELEPHONE:	222-1173
SUBJECT:	Manatee Enterprises, Inc.
STATE FEES PREPAID WI	TH CHECK # 3448 FOR \$ \(\) 5.75 300002667843-0 -10/20/9801031-003 *****78.75 *****78.75
ARTICLES OF INC.	() AMENDMENT () DISSOLUTION
ANNUAL REPORT	() MERGER () WITHDRAWAL
QUALIFICATION	() LIMITED PARTNERSHIP () ANNUAL REPORT
TICTITIOUS NAME	() LIMITED LIABILITY () REINSTATEMENT
TRADEMARK/SERVICE	() UCC-1 () UCC-3 ALLAHAS
PROVIDE US WITH:	() CERTIFICATE OF STATUS () STAMPED COPY = 25

ARTICLES OF INCORPORATION

OF

MANATEE ENTERPRISES, 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:

MANATEE ENTERPRISES, 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.

98 OCT 20 MI II: 25 SECRETARY OF STATE

#293691.1

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 220 22nd Street N.E., Bradenton, Florida 34208.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 220 22nd Street N.E., Bradenton, Florida 34208 and the registered agent at such office is Arun Gade.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director 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:

Arun Gade

220 22nd Street N.E. Bradenton, FL 34208

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.

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ARTICLE IX - INCORPORATOR

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

Arun Gade

220 22nd Street N.E. Bradenton, FL 34208

The undersigned has executed these Articles this _______ day
of _______, 1998.

Arun Gade

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for MANATEE ENTERPRISES, 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.

10/19/98

Date

Arun Gade,

Registered Agent