

LEIGH M. FISHER
ATTORNEY AT LAW

Telephone: (941) 549-3933
Facsimile: (941) 549-8658

LEIGH M. FISHER

P98000095869

Reply to:
P.O. Box Drawer 1465
Cape Coral, FL 33910

1505 S.E. 40 Street
Cape Coral, FL 33904
(4000 Del Prado Building)

NOVEMBER 3, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

500002686005--1
-11/12/98--01071--025
*****78.75 *****78.75

RE: SEA BEE, INC.
Our File No.:98F-083

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above referenced corporation, together with my check in the amount of ~~\$122.50~~ in payment of the following:

1.	Filing Fees	\$ 35.00
2.	Certified Copy	\$ 52.50 \$ 87.5
3.	Designation of Registered Agent	\$ 35.00
	TOTAL	\$122.50

Your prompt attention to this matter is appreciated.

Respectfully,



Leigh M. Fisher

LMF:

Enclosures

Will wait.

RECEIVED
NOV 12 PM 1:05

FILED
98 NOV 13 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-25528
TS

NOV 13 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 12, 1998

LEIGH M. FISHER, ESQ.
P.O. DRAWER 1465
CAPE CORAL, FL 33910

SUBJECT: SEA BEE, INC.
Ref. Number: W98000025528

We have received your document for SEA BEE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 898A00054685

*FAX
941-549-8658*

NOV 12 1998
STATE OF FLORIDA
SECRETARY OF STATE

NOV 13 PM 1:14

RECEIVED

ARTICLES OF INCORPORATION
OF
W SEA BEE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is W SEA BEE, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The amount of the Capital Stock of this corporation shall be ONE THOUSAND FIVE HUNDRED (1,500) SHARES at ONE DOLLAR (\$1.00) par value, which said stock shall be non-assessable to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. All of the Capital Stock shall be common stock.

ARTICLE V

The corporation shall commence business upon filing with the office of the Secretary of State.

ARTICLE VI

The principal place for the transaction of its business and the mailing address of the corporation shall be 1604 S.E. 46th Street, Cape Coral, FL 33904. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may by resolution designate.

ARTICLE VII

The corporation shall have a board of no less than one (1) director and the board may be increased to not more than four (4) directors. The number of directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws.

ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Vice-President, a Secretary, and a Treasurer and such other officers, agents and directors who shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of

Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

PRESIDENT	WAYNE WASYLYK
VICE PRESIDENT	CAROLE WASYLYK
SECRETARY	CAROLE WASYLYK
TREASURER	CAROLE WASYLYK

ARTICLE IX

The name and address of the subscribers of these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken is as follows:

Wayne Wasylyk 1604 S.E. 46th Street Cape Coral, FL 33904	500 SHARES
Carole Wasylyk 1604 S.E. 46th Street Cape Coral, FL 33904	500 SHARES

ARTICLE X

The Directors and officers shall be elected by shareholders at their annual meeting which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

ARTICLE XI

The street address of the initial registered office of this corporation is 1505 S.E. 40th Street, Suite B, Cape Coral, Florida, 33904, and the name of the initial registered agent of this corporation is Leigh M. Fisher.

ARTICLE XII


Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII


The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any By-Law adopted by the directors. The directors may not alter, amend or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore mentioned, for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts therein are true, and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration

Wayne Wasylyk
Carole Wasylyk

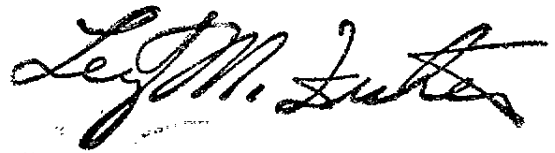

Notary Public
Karen L. Snyder
Type or Print Name of Notary

Karen L. Snyder
Notary Public
Karen L. Snyder

 Karen L. Snyder
My Commission CC757286
Expires July 7, 2002

I HEREBY accept appointment as agent of W SEA BEE, Inc. a
Florida Corporation, upon whom process, tax notice or demands may be served.

DATED this 12TH day of November, 1998.

A handwritten signature in cursive script, reading "Leigh M. Fisher". The signature is written in dark ink and is positioned above a horizontal line.

Leigh M. Fisher

FILED
98 NOV 13 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA