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NAME: TIDES INN, INC.

AUDIT NUMBER.....H98000023304

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

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OF

98 DEC 15 AM 9:01

TIDES INN, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Tides Inn, Inc.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of this 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: 500 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1800 Stickney Point Road
Sarasota, FL 34242

Prepared by:
JEROME S. LEVIN, Esq.
1680 Fruitville Rd. #102 SARASOTA, FL 34236
(941) 316-0111 FBN0.213594

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1680 Fruitville Road, Suite 102, Sarasota, Florida, and the registered agent at such office is Jerome S. Levin.

ARTICLE VII - DIRECTORS

This Corporation shall have two directors initially. The number of Directors may be modified from time to time by by-laws adopted by the Shareholders. The names and street addresses of the members of the first Board of Directors are:

John T. Clabby, IV
36 Sterling Drive
Coraopolis, PA 15108

Margaret I. Clabby
36 Sterling Drive
Coraopolis, PA 15108

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.

ARTICLE IX - INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

Jerome S. Levin
1680 Fruitville Road, Suite 102
Sarasota, FL 34236

The undersigned executed these Articles of Incorporation this 14 day of December, 1998.


Jerome S. Levin
"INCORPORATOR"

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Having been named Registered Agent to accept service of process for Tides Inn, Inc. at the registered office 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

12/14/98
Date

Jerome S. Levin
Jerome S. Levin

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TALLAHASSEE, FLORIDA

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