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ACCOUNT NO. : 072100000032

REFERENCE : 142396 9081A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 22, 1999

ORDER TIME : 10:20 AM

ORDER NO. : 142396-005

CUSTOMER NO: 9081A

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*****70.00 *****70.00

CUSTOMER: Ms. Lisa K. Johnson
MACLEAN & EMA
MACLEAN & EMA
2600 Ne 14th Street Causeway
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: COASTLINE INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 22 PM 4:45

99 FEB 22 PM 12:13
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 22 PM 4:45

ARTICLES OF INCORPORATION OF COASTLINE INVESTMENTS, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be COASTLINE INVESTMENTS, INC. The address of the principal office of this corporation shall be 2500 N.E. 27th Street, Lighthouse Point, Florida 33064.

ARTICLE II COMMENCEMENT-DURATION

Corporation existence shall commence upon the filing of these Articles of Incorporation. The duration of COASTLINE INVESTMENTS, INC. shall be perpetual.

ARTICLE III PURPOSE

The general purposes for which COASTLINE INVESTMENTS, INC. is organized are:

A. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of COASTLINE INVESTMENTS, INC., be advantageously carried on in connection with, or ancillary to, the foregoing business.

B. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV AUTHORIZED SHARES

The aggregate number of shares which COASTLINE INVESTMENTS, INC. is authorized to issue is 7,500. Such shares shall be common stock of a single class and have a par value of one dollar (\$1.00) per share.

**ARTICLE V
PRINCIPAL AND REGISTERED OFFICE AND AGENT**

The street address of the initial principal and registered office of COASTLINE INVESTMENTS, INC. is 2500 N.E. 27th Street, Lighthouse Point, Florida 33064 and the name of its initial Registered Agent at such address is Lona Harris.

**ARTICLE VI
OFFICERS AND DIRECTORS**

The number of Directors of COASTLINE INVESTMENTS, INC. shall not be less than one (1), and the number of Directors constituting the initial Board of Directors of COASTLINE INVESTMENTS, INC. is two (2). The names and addresses of the people who are to serve as the initial Board of Directors and as the initial Officers of COASTLINE INVESTMENTS, INC. are as follows:

Wiley Scott Harris	Director/Secretary/Treasurer
2500 N.E. 27th Street	
Lighthouse Point, FL 33064	

Lona Harris	Director/President
2500 N.E. 27th Street	
Lighthouse Point, FL 33064	

**ARTICLE VII
INCORPORATOR**

The Incorporator of COASTLINE INVESTMENTS, INC. is Lona Harris, whose address is 2500 N.E. 27th Street, Lighthouse Point, Florida 33064.

**ARTICLE VIII
CUMULATIVE VOTING**

In all elections for directors, every shareholder shall have the right to vote, in person or by proxy, for the number of shares owned by him, for as many persons as there are directors to be elected, or to cumulate said votes, and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or distribute them on the same principal among as many candidates as he shall think fit.

**ARTICLE IX
PREEMPTIVE RIGHTS**

Each shareholder of COASTLINE INVESTMENTS, INC. shall be entitled to full preemptive rights to purchase his pro rata share of any future issue of the unissued or

treasury shares of the corporation, or any securities of COASTLINE INVESTMENTS, INC. convertible into or carrying a right to subscribe to or acquire share of any such unissued or treasury shares, at the same price and terms at which said shares are being offered for issue.

ARTICLE X CHANGE OF CORPORATE FORM

The affirmative vote of a majority of the issued and outstanding shares of COASTLINE INVESTMENTS, INC., shall be required to amend these Articles of Incorporation, or to approve the merger or consolidation of COASTLINE INVESTMENTS, INC. with any other corporation, or to sell, lease, encumber or convey all or substantially all of the assets of COASTLINE INVESTMENTS, INC., or to voluntarily dissolve, liquidate or wind up its affairs.

ARTICLES XI SHAREHOLDERS AGREEMENTS

Notwithstanding the provisions of these Articles of Incorporation, the shareholders of COASTLINE INVESTMENTS, INC. and the Corporation shall have the power to enter into an agreement or agreements which relate to any phase of the affairs of COASTLINE INVESTMENTS, INC. The provisions of said agreement may include, but shall not be limited to, the following:

A. The voting of shares in COASTLINE INVESTMENTS, INC., and the procedure by which shares in the Corporation are to be voted, including the naming of the persons to be elected Directors and/or Officers of the Corporation.

B. The limitation of the business affairs of COASTLINE INVESTMENTS, INC. or its purposes and powers to specified activities or enterprises.

C. The management of the business affairs of COASTLINE INVESTMENTS, INC. and the division of the profits of the Corporation.

D. Restrictions on the transfer of shares of stock in COASTLINE INVESTMENTS, INC.

E. The right and power of COASTLINE INVESTMENTS, INC. or the shareholders of the Corporation to purchase the stock of any shareholder upon the proposed sale or other transfer of said stock, the retirement, death, disability, or insolvency of a shareholder, or any other agreed upon event.

F. Modification of the provisions of Article X or the establishment of procedures by which changes in corporate form shall be effected.

Said Agreement(s) shall be in writing and shall be executed by the shareholders to be bound thereby. COASTLINE INVESTMENTS, INC. is hereby empowered to become a party to any such Agreement and shall be bound by the provisions thereof if a party. Said Agreement(s), if executed by all of the shareholders and the Corporation, shall control any conflicting provisions of Statute, these Articles of Incorporation, the Bylaws of the Corporation, and any prior agreement among the parties thereto.

EXECUTED by the undersigned Incorporator on this 22 day of February, 1999.

Lona Harris
LONA HARRIS

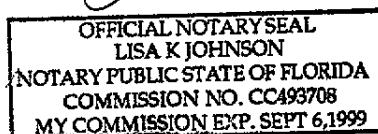
STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared LONA HARRIS, to me well known or who produced her personally known as identification and known to me to be the Incorporator of COASTLINE INVESTMENTS, INC., and she acknowledged to and before me that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 22 day of February, 1999.

[Signature]
Notary Public

My Commission Expires:



I, LONA HARRIS, having been appointed Registered Agent of COASTLINE INVESTMENTS, INC., do hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties this 22 day of February, 1999.


LONA HARRIS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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