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-05/13/99-01067-015
*****78.75 *****78.75

May 6, 1999

EFFECTIVE DATE
5/10/99

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

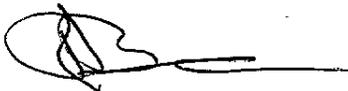
Re: Articles of Incorporation of Florida's Finest Coach Co., Inc.

Ladies or Gentlemen:

Enclosed please find the Articles of Incorporation for Florida's Finest Coach Co., Inc. I would like the effective date of the corporation to be May 10, 1999. Enclosed you will also find a check in the amount of \$78.75 for the filing fee and acknowledgment.

Thank you for your assistance in this matter.

Sincerely,



Richard Brown

FILED
99 MAY 13 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/10/99
MM

**ARTICLES OF INCORPORATION
OF
FLORIDA'S FINEST COACH CO., INC.**

EFFECTIVE DATE
5/10/99

FILED
99 MAY 13 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida

ARTICLE I – NAME

The name of this corporation is FLORIDA'S FINEST COACH CO., INC.

ARTICLE II – PURPOSE

The purpose of this corporation shall be to engage in any lawful business or purpose whatever for which corporation may be organized under the Florida Corporation Law of the Florida Statutes as made and amended.

ARTICLE III – EFFECTIVE DATE

The effective date of this corporation will be May 10, 1999.

ARTICLE IV – CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is Three Hundred (300) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE V – INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not to be less than Three Hundred and No/100ths Dollars (\$300.00).

ARTICLE VI – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII – ADDRESS

The initial principal place of business of this corporation in the State of Florida is 12690 Walsingham Road, Suite 8, Largo, FL 33774, and have post office address of the same.

ARTICLE VIII – DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set for in these Articles of Incorporation. The corporation shall be three Directors, initially. The name and address of the initial members of the Board of Directors are:

Richard Brown
Director

9774 Indian Key Trail
Seminole, FL 33776

Craig G. Denman
Director

599 Waterford Circle W.
Tarpon Springs, FL 34689

Victoria L. Brown
Director

9774 Indian Key Trail
Seminole, FL 33776

ARTICLE IX – OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Richard Brown
President

9774 Indian Key Trail
Seminole, FL 33776

Craig G. Denman
Vice President

599 Waterford Circle W.
Tarpon Springs, FL 34689

Victoria L. Brown
Secretary

9774 Indian Key Trail
Seminole, FL 33776

ARTICLE X – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

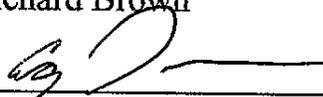
ARTICLE XI – REGISTERED AGENT

The Registered Agent for service of process shall be Richard Brown, whose address is 9774 Indian Key Trail, Seminole, FL 33776.

IN WITNESS WHEREOF we have hereunto set our hands and seals and filed the forgoing Articles of Incorporation under the Laws of the State of Florida, this 6th day of May, 1999.



Richard Brown



Craig G. Denman



Victoria L. Brown

I hereby accept the designation for Registered Agent.



Richard Brown

State of Florida
County of Pinellas

Personally appeared before me this 8th day of May, 1999,
Richard Brown, who is personally known to me or who has produced
_____ as identification.



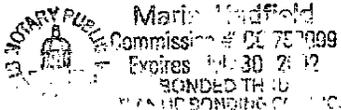
Susan L Cook

Notary Public
State of Florida

Seal

State of Florida
County of Pasco

Personally appeared before me this 6th day of May, 1999, Craig
G. Denman, who is personally known to me or who has produced
FLX# DSS0-107-57-0BA as identification.



Maria Hadfield

Notary Public
State of Florida

Seal



State of Florida
County of Pinellas

Personally appeared before me this 8th day of May, 1999,
Victoria L. Brown, who is personally known to me or who has produced
_____ as identification.



Susan L Cook

Notary Public
State of Florida

Seal