



**THE UNITED STATES
CORPORATION
COMPANY**

P99000057910

FILED

99 JUN 23 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 284127 4352702

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

EFFECTIVE DATE

10-22-99

ORDER DATE : June 23, 1999

ORDER TIME : 10:05 AM

ORDER NO. : 284127-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis
WILLIAMS PARKER HARRISON DIETZ
WILLIAMS PARKER HARRISON DIETZ
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: FARE INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

099-14666

Lisa Folis GAVE
AUTHORIZATION BY PHONE TO
ADVISED OF SIMILARITY OF NAME
CORRECT TO FARE INVESTMENTS, INC.
#P99000069771
DATE STILL CHOOSES TO FILE
JH 6/25/99
DSC, ENCL.

900002913258--5

RECEIVED
99 JUN 23 AM 11:38

JH 6/25/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 23, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: FARE INVESTMENTS, INC.
Ref. Number: W99000014662

We have received your document for FARE INVESTMENTS, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 599A00033489

RESUBMIT

Please give original
submission date as file date.

ARTICLES OF INCORPORATION

OF

FARE INVESTMENTS I, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

FARE INVESTMENTS I, INC.

2. Principal Office. The principal office and mailing address of the Corporation is:

c/o Kerkerling, Barberio & Co., P.A.
1858 Ringling Boulevard
Sarasota, Florida 34236

3. Authorized Shares. The Corporation is authorized to issue 1,000,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Renea M. Glendinning
c/o Kerkerling, Barberio & Co., P.A.
1858 Ringling Boulevard
Sarasota, Florida 34236

EFFECTIVE DATE

10-22-99

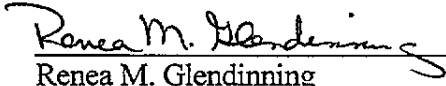
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

6. Incorporator. The name and address of the incorporator of the Corporation is:

Renea M. Glendinning
c/o Kerkering, Barberio & Co., P.A.
1858 Ringling Boulevard
Sarasota, Florida 34236

7. Effective Date. The existence of the Corporation shall commence on June 22, 1999.

Dated this 22nd day of June, 1999.


Renea M. Glendinning
Incorporator and Registered Agent

LAF-353138

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TALLAHASSEE, FLORIDA