

Lawrence P. Presley
624 East Beach Drive, Unit 700
Panama City, Florida 32401

P99000059323

June 21, 1999

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-06/28/99--01093--006
122.50 *78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Dear Sirs:

Enclosed are the original and one copy of the Articles of Incorporation for Emerald Coast Rental & Lease Company, Inc., along with my check in the amount of \$122.50.

Please process and return a certified copy to the above address.

Lawrence P. Presley
Lawrence P. Presley

FILED
99 JUN 28 PM 6:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 30 1999

ARTICLES OF INCORPORATION

OF

EMERALD COAST RENTAL & LEASING COMPANY, INC.

FILED
99 JUN 28 PM 6:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is EMERALD COAST RENTAL & LEASING COMPANY, INC.

ARTICLE II. PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 324 East Beach Drive, Unit 700; Panama City, Florida 32401, and the mailing address of the corporation is 324 East Beach Drive, Unit 700; Panama City, Florida 32401

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock at One Dollar (\$1.00) per share par value.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 324 East Beach Drive, Unit 700; Panama City, Florida 32401, and the name of its initial registered agent at that office is Lawrence P. Presley.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Lawrence P. Presley
324 East Beach Drive; Unit 700
Panama City, Florida 32401

ARTICLE VI. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

This corporation shall not have a Board of Directors. All corporate matters shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned, as incorporator,
has executed the foregoing Articles of Incorporation on
this 23 day of June, 1999.

Lawrence P. Presley
Signature

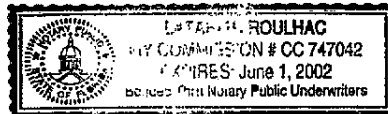
STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized in the state and county named above
to take acknowledgments, personally appeared Lawrence P.
Presley to me known to be the person described as
Incorporator in and who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he
executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the state and
county named above this 23 day of June,
1999.

Letitia Roulhac
Notary Public

My Commission Expires: 6-1-2002



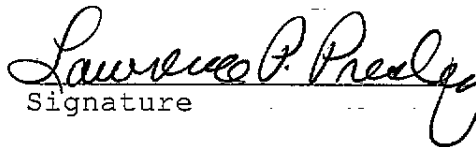
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is EMERALD COAST RENTAL & LEASING COMPANY, INC.
2. The name of the registered agent is Lawrence P. Presley.
3. The address of the registered agent/registered office is 324 E. Beach Drive, Unit 700; Panama City, Florida 32401

ACCEPTANCE

Having been named as registered agent and designated to accept service of process of the above corporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA