



THE UNITED STATES
CORPORATION
COMPANY

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99 OCT 15 AM 9: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 414053 7131659

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 78.75

ORDER DATE : October 14, 1999

ORDER TIME : 4:06 PM

ORDER NO. : 414053-005

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CUSTOMER NO: 7131659

CUSTOMER: Robert F. Rogers, Esq
ROBERT ROGERS, ESQ
ROBERT ROGERS, ESQ
98 Vineyards Boulevard

Naples, FL 34119

DOMESTIC FILING

NAME: GULF COAST GUIDE SERVICES,
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: Jamela Abaied

EXAMINER'S INITIALS:

PH 10/15/99

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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RECEIVED

ARTICLES OF INCORPORATION
OF
GULF COAST GUIDE SERVICES, INC.

FILED

99 OCT 15 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

Gulf Coast Guide Services, Inc.

The address of the principal office of the corporation shall be 360 Quail Forest Blvd., Naples, Florida 34105, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a one cent (\$.01) par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 360 Quail Forest Blvd., Naples, Florida 34105 and the name of the initial registered agent of the corporation at that address is William H. Faulkner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTOR

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 forth in these Articles of Incorporation. This corporation shall initially have one Director. The name and address of the initial member of the Board of Directors is:

William H. Faulkner
Director

360 Quail Forest Blvd.,
Naples, Florida 34105

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TALLAHASSEE, FLORIDA

ARTICLE VII. OFFICERS

The names 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:

William H. Faulkner
President, Vice President,
Secretary and Treasurer

360 Quail Forest Blvd.,
Naples, Florida 34105

ARTICLE VIII. SPECIAL PROVISION

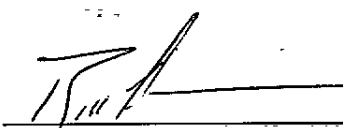
This corporation shall be organized to comply with the provisions of Subchapter "S" of the Internal Revenue Code U.S.C. 1361 et seq., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

William H. Faulkner
360 Quail Forest Blvd.
Naples, Florida 34105

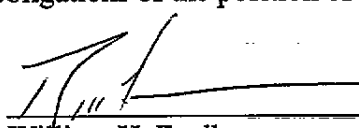
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this _____
day of October 8, 1999.



William H. Faulkner

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

William H. Faulkner, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



William H. Faulkner