

LAW OFFICES
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PALM BAY, FLORIDA 32905-7538

NICHOLAS F. TSAMOUTALES
DIANA TUAL

TELEPHONE (407) 727-1111
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December 10, 1999

P99000109 S89

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

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

RE: PORT ST. FRANCIS COMPANY

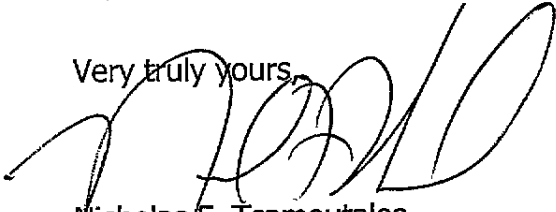
Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy of this office.

Thank you for your assistance in this matter.

Very truly yours,


Nicholas F. Tsamoutales

NFT/rn
Encls.

FILED
99 DEC 17 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

aj 12/20

ARTICLES OF INCORPORATION
OF
PORT ST. FRANCIS COMPANY

FILED
99 DEC 17 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber of these Articles of Incorporation, a natural person, competent to contract, forms a corporation under the laws of the State of Florida, and further agrees to the following conditions of said corporation.

ARTICLE I

NAME

The name of the corporation is: **PORT ST. FRANCIS COMPANY.**

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing the date of the filing of these Articles.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transaction of any or all lawful business.

ARTICLE IV

AUTHORIZED STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of one cent (\$.01) per share.

ARTICLE V

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI

INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1085 Hall Road, Malabar, FL 32950, and the name of the initial registered agent of this corporation is Nicholas F. Tsamoutales, 1900 Palm Bay Road, NE, Suite G, Palm Bay, FL 32905.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial Director of this corporation is:

LLOYD BEHRENDT	1085 Hall Road Malabar, FL 32950
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ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

LLOYD BEHRENDT

1085 Hall Road
Malabar, FL 32950

ARTICLE IX

OFFICERS

The sole officer of this corporation shall be a President, and such others as may be provided for in the By-Laws. The name of the person who is to initially serve as such officer is:

LLOYD BEHRENDT, President.


The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-Laws.

ARTICLE X

MANAGEMENT OF THE CORPORATION
BY THE SHAREHOLDERS

All management powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under, the director of the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation this 14th day of December, 1999.


LLOYD BEHRENDT

FILED


99 DEC 17 PM 4:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 14th day of December, 1999, by LLOYD BEHRENDT, who is personally known to me.


Ruth A. Napier, NOTARY PUBLIC

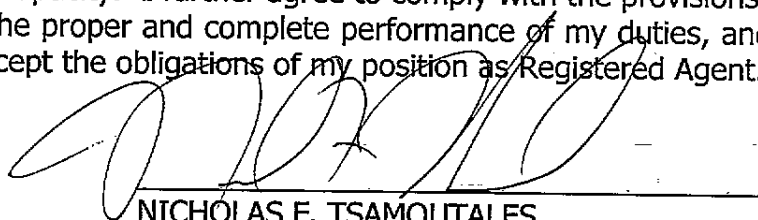


Ruth A. Napier
Commission # CC 781680
Expires OCT. 30, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Commission Expires: 10/30/02

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, 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.



NICHOLAS F. TSAMOUTALES
1900 Palm Bay Road, NE, Suite G
Palm Bay, FL 32905
(407) 727-1111

Date: 12-14-99