

No 2000001241

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of Counsel

February 11, 2002

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*****78.75 *****78.75

Secretary of State
Attention: Corporate Division
State Capital
Tallahassee, FL 32303

Re: MATLACHA MARINES, INC.,
A Florida Non-Profit Corporation

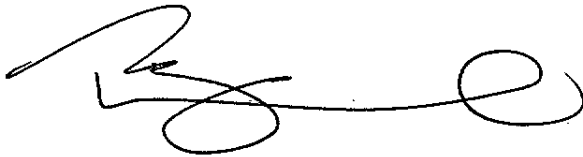
Gentlemen/Madam:

We are enclosing herewith duplicate originals of the Articles of Incorporation for the above-named. Our check in the amount of \$78.75 is also enclosed.

Would you please file the original Articles of Incorporation and return a certified copy of the same to our office.

Thank you for your assistance and cooperation.

Very truly yours,



Timothy J. Bruehl
TJB/emg
Encs.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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2-20-02
HCC

ARTICLES OF INCORPORATION
OF
MATLACHA MARINES, INC.

A FLORIDA NON-PROFIT CORPORATION

The undersigned incorporator to the Articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the **State of Florida**.

ARTICLE I MATLACHA MARINES, INC.

The name of the corporation shall be MATLACHA MARINES, INC.

ARTICLE II PURPOSE

The general nature of the business and the objectives and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

MATLACHA MARINES, INC.'s purpose is a not for profit charitable organization.

ARTICLE III MANNER OF ELECTION OF DIRECTORS

Elections are in June, and Directors are appointed by members that are in attendance. Any person desiring to aid this corporation and interested in addressing the spiritual, educational and social needs of this community is an eligible Officer.

ARTICLE IV DURATION

This corporation shall have perpetual existence.

ARTICLE V PRINCIPAL OFFICE

The principal office of this corporation shall be located at 4271 Pine Island Road, Matlacha, Lee County, Florida 33993, and the post office address of said principal office of the corporation shall be P.O. Box 68, Matlacha, Florida 33993.

ARTICLE VI DIRECTORS/OFFICERS

The number of Directors constituting the initial Board of Directors of the corporation is three (3) and thereafter the number of Directors shall be such number as is fixed from time to time by the Bylaws.

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SECRETARY OF CORPORATIONS
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The names and addresses of the Directors to these Articles of Incorporation are, BERNARD JOHNSON, at 4271 Pine Island Road (P.O. Box 68), Matlacha, Florida 33993, DICK MAHER, at 2715 Velma Street, Matlacha, Florida 33993, and JOHN LaFERA, at 4759 Flamingo Drive, St. James City, Florida 33956.

ARTICLE VII REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at 4271 Pine Island Road, Matlacha, Florida 33993, and the name of the initial registered agent at such address is BERNARD JOHNSON. Either the registered office or the registered agent may be changed in a manner provided by law.

ARTICLE VIII INCORPORATOR

The said name of Incorporator shall be BERNARD JOHNSON, whose address is at 4271 Pine Island Road, Matlacha, Florida 33992. Having been named as registered agent to accept service of process for the aforementioned organization he is familiar with and accepts the appointment of registered agent.

ARTICLE IX REGULATION OF BUSINESS

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. Management. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved to the stock holders.

2. Officers. The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.

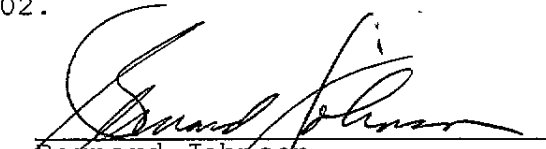
3. Contracts. No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and not contract, act, or

transaction or the corporation with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

ARTICLE X AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, all rights conferred on stockholders herein are subject to this reservation.

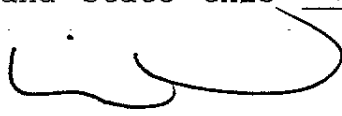
The undersigned has executed these Articles of Incorporation this 11th day of February, 2002.


Bernard Johnson
Incorporator and
Registered Agent

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, BERNARD JOHNSON, () who is personally known to me or () who has produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 11th day of February, 2002.



My commission expires:

Notary Public

Printed Name



Eileen M. Grover
MY COMMISSION # DD060480 EXPIRES
October 23, 2005
BONDED THRU TROY FARM INSURANCE, INC.