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Law Office of
WILLIAM A. JOHNSON, P.A.
21 Suntree Place
Suite 100
Melbourne, Florida 32940

Telephone (321) 253-1667

Facsimile (321) 242-9554

May 2, 2002

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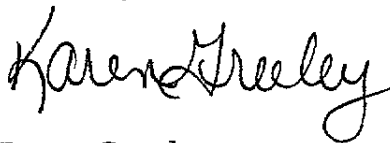
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Please file the enclosed articles of incorporation. The filing fee of \$122.50 is included. After filing, please return the articles to this office.

Thank you for your cooperation.

Sincerely,



Karen Greeley
Legal Assistant to
William A. Johnson

/kg
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -6 PM 2:57

5-9-02
WCC

ARTICLES OF INCORPORATION
OF
CAPT. JACK'S CHARTERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -6 PM 2:57

The undersigned subscribers to these articles of incorporation adopt these articles to form a corporation under the Florida Business Corporation Act, F.S. Chapter 607, and other laws of the State of Florida.

ARTICLE I
Name

The name of the corporation is **Capt. Jack's Charters, Inc.**

ARTICLE II
Principal Office

The initial principal office and mailing address of this corporation are

469 Watts Way
Cocoa Beach, FL 32931

ARTICLE III
Purpose

The corporation may engage in any activity or business permitted under the laws of the United States and this state.

ARTICLE IV
Terms of Existence

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V
Capital Stock

The capital stock of the corporation shall be 1,000 shares of common stock having a par value of \$0.001 per share. Each share of common stock shall have one (1) vote.

ARTICLE VI
Registered Office and Agent

The name and address of the initial registered office of this corporation is:

William A. Johnson
21 Suntree Place, Suite 100
Melbourne, FL 32940

ARTICLE VII
Board of Directors

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of two members. The names and addresses of the members of the first board of directors are:

Karla V. Rowland	469 Watts Way Cocoa Beach, FL 32931
Robert T. Rowland	469 Watts Way Cocoa Beach, FL 32931

ARTICLE VIII
Officers

The names and addresses of the initial officers of the corporation, who will hold office until their successors are duly elected and qualified are:

Karla V. Rowland	President	469 Watts Way Cocoa Beach, FL 32931
Robert T. Rowland	Vice President/ Secretary/Treasurer	469 Watts Way Cocoa Beach, FL 32931

ARTICLE IX
Subscribers

The names and addresses of the person signing these articles of incorporation as subscribers are:

Karla V. Rowland	469 Watts Way Cocoa Beach, FL 32931
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**ARTICLE X
Amendment**

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on May 2, 2002

Karla Rowland
KARLA V. ROWLAND

STATE OF FLORIDA
COUNTY OF Brevard

The foregoing articles of incorporation were acknowledged before me on May 2, 2002 by Karla V. Rowland.

Karen L. Greeley
Notary Public
My Commission Expires
(Seal)



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48,091, Florida Statutes, relative to keeping open said office for service of process.

William A. Johnson
RESIDENT AGENT

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 MAY -6 PM 2:57

STATE OF FLORIDA)
COUNTY OF Brevard) ss

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared **William A. Johnson**, known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed to above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2 day of May, 2002.

Karen L. Greeley
SIGNATURE OF NOTARY PUBLIC

Karen L. Greeley
Typed Name of Notary
Address: 21 Suntree Place
Melbourne, FL 32940
My commission expires:

