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WATKINS, HEVIER, & GAIDRY

Attorneys at Law

J. Ben Watkins
Jan J. Hevier
Douglas W. Gaidry

41 Commerce Street
Apalachicola, Florida 32320
Telephone: (904) 653-2121
Facsimile: (904) 653-9190

August 19, 1997

Secretary of State
Bureau of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-08/22/97--01076--012
*****70.00 *****70.00

RE: F/V MARGARITAS INC.

Good Morning:

Enclosed are the original and one copy of Articles of Incorporation for the above-referenced corporation, together with Registered Agent's Certificate and our check for \$70.00 to cover:

Filing Fee	\$35.00
Certificate Designating Registered Agent	<u>\$35.00</u>
Total	\$70.00

We do not need a Certified Copy of the Articles of Incorporation at this time.

We would appreciate your kindness in helping us expedite this matter.

Sincerely,

Jan J. Hevier

JJH/dy

Enclosure

cc: File

FILED
1997 AUG 22 PM 12:57
DEPT. OF CORPORATIONS
TALLAHASSEE, FLORIDA

TM-8/25/97

ARTICLES OF INCORPORATION
OF
F/V MARGARITAS INC.

THE UNDERSIGNED subscribers to these Articles of Incorporation each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I
NAME

The name of this corporation is:

F/V MARGARITAS INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

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TALLAHASSEE, FLORIDA

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall have perpetual existence unless dissolved by action of law.

**ARTICLE VI
ADDRESS**

The initial post office address of this corporation in the State of Florida is:

**POST OFFICE BOX 645
APALACHICOLA, FLORIDA 32320**

The address of the office and principal place of business of the corporation is:

**14 ACOLA
APALACHICOLA, FLORIDA 32320**

**ARTICLE VII
DIRECTORS**

This corporation shall have not less than one Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the By-Laws hereof, but at no time shall there be a number less than one.

**ARTICLE VIII
INITIAL DIRECTORS AND OFFICERS**

The names and post office address of the First Board of Directors and Officers of this corporation are as follows:

NAME	ADDRESS	TITLE/OFFICE
MICHAEL ALAN ATHORN	P.O. Box 645 14 Acola Apalachicola, FL 32320	President/Director Secretary/Treasurer

**ARTICLE IX
SUBSCRIBERS**

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agree to take, and the value of the consideration paid therefore are as follows:

NAME	ADDRESS	NO. SHARES	AMOUNT PAID
MICHAEL ALAN ATHORN	P.O. Box 645 14 Acola Apalachicola Florida 32320	100	\$100.00

**ARTICLE X
RESIDENT AGENT**

The Resident Agent is:

JAN J. HEVIER

**ARTICLE XI
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21st day of August 1997.


MICHAEL ALAN ATHORN

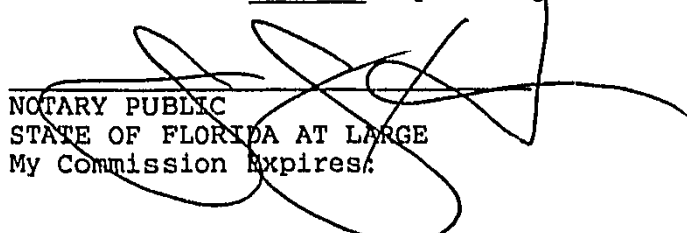
STATE OF FLORIDA
COUNTY OF FRANKLIN

The foregoing instrument was acknowledged before me, by MICHAEL ALAN ATHORN, who is personally known to me and who did take an oath.

WITNESS my hand and official seal this 21st day of August
_____, 1997.

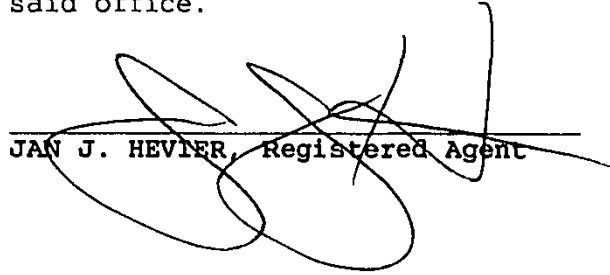


Jan J. Howler
MY COMMISSION # CC500975 EXPIRES
October 11, 1999
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for F/V MARGARITAS INC.
at registered office located at 41 Commerce Street, Apalachicola,
Florida, I hereby accept such designation and agree to act in this
capacity and agree to comply with the provisions of said act
relative to keeping open said office.


JAN J. HEVIER, Registered Agent

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TALLAHASSEE, FLORIDA