

P98000058241

TRANSMITTAL LETTER

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

600002574556--7
-06/29/98--01048--008
*****78.75 *****78.75

SUBJECT: Sea Cay, Adventures, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Access Incorporation Services
Name (Printed or typed)
21550 Oxnard Street, Suite 300
Address
Woodland Hills, CA 91367
City, State & Zip
(818) 702-0340
Daytime Telephone number

98 JUN 29 PM 1:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ethan Weinstein GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp name
DATE 6-30-98
DOC. EXAM. CB

NOTE: Please provide the original and one copy of the articles.

CB
6-30-98

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 JUN 29 PM 1:31
FILED

ARTICLE I NAME

The name of the corporation shall be:

Sea Cay Adventures, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3160 NE 15th Avenue

Fort Lauderdale, FL 33334

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

2000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Kurt Fladten

3160 NE 15th Avenue, Fort Lauderdale, FL 33334

ARTICLE V INCORPORATOR

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

Ethan Weinstein

21550 Oxnard Street, Suite 300, Woodland Hills, CA 91367

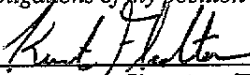

Signature/Incorporator

June 15, 1998

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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


Signature/Registered Agent

6/20/98
Date