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June 26, 2001

TRANSMITTAL LETTER

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

RE: Safety Harbor Rowing Center, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$70.00 representing your filing fee for the above referenced corporation.

From: Wayne C. Mineo, Esquire
935 Main Street, Suite C-3
Safety Harbor, FL 34695

Please send copy to:
Wayne C. Mineo, Esquire
935 Main Street, Suite C-3
Safety Harbor, FL 34695

FILED
01 AUG -6 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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8-10-01
WCM

ARTICLES OF INCORPORATION
OF
SAFETY HARBOR ROWING CENTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

In compliance with Chapter 617 of the Florida Statute, the name of the corporation shall be:

SAFETY HARBOR ROWING CENTER, INC.

ARTICLE II – PRINCIPLE OFFICE

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

935 Main Street, Suite C-4
Safety Harbor, FL 34695

ARTICLE III – PURPOSE

The corporation is a not-for-profit corporation. The purposes for which the corporation is formed are as follows:

Exclusively for charitable and educational purposes within the meaning of Section 501 (c)3 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code. This includes, but may not be limited to, providing opportunities for instruction, training and competition in the sport of rowing to community youth, the people of Pinellas County, Florida, and to promote local, regional, national, and international competition in the amateur sport of rowing.

ARTICLE IV – MANNER OF ELECTION

The corporation is organized upon a nonstick basis as defined in Section 617.0202 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE V – INITIAL DIRECTORS/OFFICERS

The names and addresses of the initial directors are as follows:

Wayne C. Mineo	935 Main Street, Suite C-3 Safety Harbor, FL 34695	Director
Donald H. Kennedy	3104 Blue Heron Street Safety Harbor, FL 34695	Director
John Strauss	1363 Kittery Court Safety Harbor, FL 34695	Director
Mahshid D. Arasteh	901 Bayshore N. Dr. Safety Harbor, FL 34695	Director

The names and addresses of the officers are as follows:

Wayne C. Mineo	935 Main Street, Suite C-3 Safety Harbor, FL 34695	President
Mahshid D. Arasteh	901 Bayshore Dr. No. Safety Harbor, FL 34695	Vice President
Donald H. Kennedy	3104 Blue Heron St. Safety Harbor, FL 34695	Treasurer
John Strauss	1363 Kittery Court Safety Harbor, FL 34695	Secretary

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida address of the registered agent is:

Wayne C. Mineo	935 Main Street, Suite C-3, Safety Harbor, FL 34695
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ARTICLE VII – INCORPORATORS

Wayne C. Mineo	935 Main Street, Suite C-3, Safety Harbor, FL 34695
Donald H. Kennedy	3104 Blue Heron Street, Safety Harbor, FL 34695

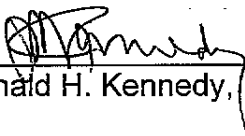
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. IF FURTHER AGREE 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 OBLIGATION OF MY POSITION AS
REGISTERED AGENT.



Wayne C. Mineo, Registered Agent/Incorporator



Donald H. Kennedy, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA