



800-342-8086
ACCOUNT NO. 07210000032
REFERENCE : 645124 10845A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : July 20, 1995

ORDER TIME : 10:21 AM

ORDER NO. : 645124

CUSTOMER NO: 10845A

CUSTOMER: Rodney D. Flynn, Esq.
FLYNN & DRAMKO

1508 Southeast Seventeenth
Avenue
Cape Coral, FL 33990

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-07/20/95--01050--028
***122.50 ***122.50

DOMESTIC FILING

NAME: PERSONAL WATERCRAFT CLUB
AMERICA, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN JUL 26 1995

FILED
95 JUL 20 PM 3:16
COURT CLERK
TALLAHASSEE, FLORIDA

~~1075-11736~~
~~1075-11736~~

8245



FLORIDA DEPARTMENT OF STATE

July 21, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PERSONAL WATERCRAFT CLUB AMERICA, INC.
Ref. Number: W95000014730

We have received your document for PERSONAL WATERCRAFT CLUB AMERICA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 695A00034879



FLORIDA DEPARTMENT OF STATE

July 25, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PERSONAL WATERCRAFT CLUB AMERICA, INC.
Ref. Number: W95000014730

We have received your document for PERSONAL WATERCRAFT CLUB AMERICA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 195A00035253

ARTICLES OF INCORPORATION
OF
PERSONAL WATERCRAFT CLUB AMERICA, INC.

FILED
95 JUL 20 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for charitable and philanthropic purposes under the provisions of Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:
PERSONAL WATERCRAFT CLUB AMERICA, INC..

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Sections 170(c)(2), 501(c)(3), 2055(A)(2), and 2522(a)(2) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of said Code (or the corresponding provisions of any future United States Internal Revenue law).

In particular the corporation shall provide for educational purposes.

Notwithstanding any other provisions herein, the corporation shall not carry on any activities not permitted to be carried on:

(a) By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of such Code, or

(b) By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

The corporation shall commence business on filing with the Secretary of State.

ARTICLE V

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the bylaws.

ARTICLE VI

The principal place for the transaction of its business shall be 4324 N.W. 27th Street, Cape Coral, Lee County, Florida, 33909. The corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may designate by resolution.

ARTICLE VII

The street address of the initial registered office of this corporation is 4324 N.W. 27th Street, Cape Coral, Lee County, Florida, 33909, and the name of the initial registered agent of this corporation is RICHARD A. CARR, JR..

ARTICLE VIII

The names and residences of the subscribers to these Articles are as follows:

RICHARD A. CARR, JR.
4324 N.W. 27TH STREET
CAPE CORAL, FLORIDA 33909

ARTICLE IX

The officers by whom the business of the corporation shall be conducted shall be a President, a Secretary, and a Treasurer and such other directors, officers, and agents who shall be chosen in such manner, hold their office for such term, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The names and post office addresses of the Officers who shall conduct the business of the corporation until their successors and a Board of Directors are elected and qualified following the first meeting of shareholders shall be:

RICHARD A. CARR, JR.	President and
4324 N.W. 27TH STREET	Secretary / Treasurer
CAPE CORAL, FLORIDA 33909	

ARTICLE X

The business affairs of this corporation shall be managed by a Board of Directors, consisting of at least three directors, and the Board of Directors may be increased from time to time, to not more than five directors. The number of directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws. The Board of Directors shall be members of the corporation, who shall be elected and hold office in accordance with the Bylaws.

ARTICLE XI

The Directors and officers shall be elected by the shareholders at their annual meeting, which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

ARTICLE XII

The amount of the yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

ARTICLE XIII

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIV

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

ARTICLE XV

No. person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under applicable provisions of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

ARTICLE XVI

The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended, altered, or rescinded from time to time by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XVII

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred by or imposed upon him in

connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation. The cost and expense for which such director or officer shall be indemnified shall include, without limitation, attorney's fees and the cost of reasonable settlement made with a view to curtailment of the cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such director or officer. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law. The foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

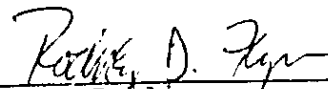
IN WITNESS WHEREOF, I, RICHARD A. CARR, JR., the undersigned, being the incorporator of this corporation for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts therein are true, and hereby accordingly set my hand and seal at Cape Coral, Lee County, Florida, this 19 day of July, 1995.

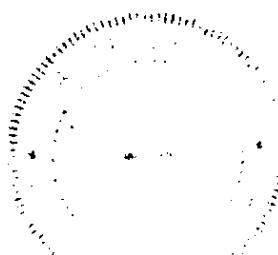

RICHARD A. CARR, JR.

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing Articles of Incorporation were subscribed and acknowledged before me this 19 day of July, 1995, by RICHARD A. CARR, JR., who is personally known to me or who has produced a valid Florida driver's license as identification.

My Commission Expires:


Notary Public
RODNEY D. FYNN
(Typed Name of Notary Public)



PERSONAL WATERCRAFT CLUB AMERICA, INC.
ACCEPTANCE OF REGISTERED AGENT

Cape Coral, Florida

I HEREBY accept appointment as agent of PERSONAL WATERCRAFT CLUB AMERICA, INC., a Florida Corporation, upon whom process, tax notice or demands may be served, and agree to comply with the provisions of Chapter 48, Florida Statutes, relative to keeping open the registered office of the corporation.

DATED this 19 day of July, 1995.



RICHARD A. CARR, JR.

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