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SECRETARY OF STATE

OCT 22 2007

Car Barrell Street

Bay Sailors; Incorporated Post Office Box 47396 Saint Petersburg, Florida 33743

October 8, 2007

Florida Department of State Division of Corporations Corporate Filings Post Office Box 6327 Tallahassee, Florida 32314

Dear Sir:

Noti Outer Hond Mi Oute Palacium M

This letter is to request filing of the Restatement of the Articles of Incorporation for Bay Sailors, Incorporated.

I have enclosed the following:

Restatement of Articles of Incorporation

Cepy of the 2007 Not-for-Profit Corporation Annual Report

Check for \$35 for the filing fee

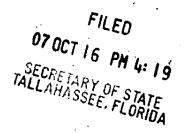
If you have any questions or require additional information, please contact me at the above address or 727-784-6279

Very truly yours,

Diane Sullivan Wolfrath

Deane Sullevin Wolfrath

Registered Agent



Restatement of ARTICLES OF INCORPORATION

ARTICLE I: NAME

The name of the corporation not for profit (herein called the Corporation) is Bay Sailors, Incorporated, which is incorporated under the laws of the State of Florida.

ARTICLE II: PRINCIPAL OFFICE

The address of the principal office is 13563 Icot Blvd, Clearwater, FL 33760. The mailing address is P.O. Box 47396, St. Petersburg, FL 33743.

ARTICLE III: PURPOSE

The purpose of the Corporation is to bring together single adults who sail or wish to do so in order that they can meet others with similar interests, participate in sailing and social activities, share information about sailing and learn more about sailing.

ARTICLE IV: ORGANIZATION

The authority for the administration of the Corporation rests with the general membership. The manner in which directors are chosen shall be stated in the Bylaws.

ARTICLE V: REGISTERED AGENT

The Corporation's registered agent is Diane Sullivan Wolfrath, 40 Shamrock Way, Oldsmar, FL 34677

ARTICLE VI: INCORPORATORS

The incorporators are Bill Butler, 4119 Muriel Place, Tampa, FL 33614 and Vida Straley, 103 1st Street, E. #101, Tierra Verde, FL 33715.

ARTICLE VII: AMEMDMENTS TO THE ARTICLES OF INCORPORATION

Section 1: Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by written petition of ten percent of the membership. The process for approval of amendents shall be stated in the Bylaws.

This Restatement of the Articles of Incorporation of Bay Sailors, Incorporated includes Amendments to the Articles, which do not require membership approval. Adopted by the Board of Directors September 18, 2007.

Chew Mende Coll Elair Secre

Elaine Mendez Hall Secretary

The undersigned officer has executed these Restated Articles of Incorporation this 18th day of September, 2007.

Mike Krasssner President