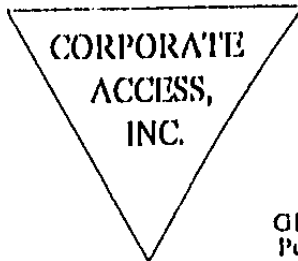


# N 96000002323



1116-D Thomasville Road  
Mount Vernon Square  
Tallahassee, Florida 32303  
(904) 222-2666  
(904) 222-1666 (Fax)  
(800) 969-1666

GLINDA P. BENNETT  
Personal Representative

FOID001482957  
-05/10/95--01059--018  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. SUNCOAST CRUISEs of TARPON  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 5-10 3:00 ☒ Certified Copy  
GLINDA P. BENNETT  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NANCY HENDRICKS MAY 10 1995

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
SUNCOAST CRUISERS OF TARPON SPRINGS, INC.

ARTICLE I

CORPORATE NAME

The name of the corporation shall be SUNCOAST CRUISERS OF TARPON SPRINGS, INC.. Its principal place of business shall be 890 16th Street, Palm Harbor, Pinellas County, Florida.

ARTICLE II

CORPORATE NATURE

This is a non-profit corporation, organized solely for the purpose of educational purposes pursuant to the Florida Corporations Not for Profit Law set forth in Florida Statutes Section 617.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. For the advancement of community interest in and education of antique cars and for the promotion of membership in an antique car club.

C. To operate exclusively in any other manner for such

religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

#### ARTICLE V

##### **AUTHORIZED CAPITAL STOCK DIVIDENDS**

A. This corporation shall be authorized to issue 1000 shares of stock having a par value of \$1.00 each.

B. All stock certificates issued by the corporation shall contain a statement on the face thereof that it is a nonprofit corporation and a description of any preferential rights of stockholders. If such shares are restricted as to their sale or purchase, the stock certificates shall bear a legend stating that such shares are restricted in the manner described in the bylaws or any agreement between the shareholders, and that a copy of such bylaw or agreement shall be provided to all stockholders.

C. Except as otherwise prescribed by Florida law, each share shall entitle the holder thereof to one vote.

#### ARTICLE VI

##### **MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board or Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three

(3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 890 16th Street, Palm Harbor, Florida 34683 on the first of May of each year at 9:00 a.m., or such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-laws of this corporation authorized the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Robert W. Bull	890 16th Street Palm Harbor, Florida 34683
Dennis Moore	321 Woodchuck Avenue Tarpon Springs, Florida 34689
Lou Schaeffer	30700 U.S. 19 North, Suite #8 Palm Harbor, Florida 34683.

B. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President - Robert W. Bull  
890 16th Street  
Palm Harbor, Florida 34683

Vice President - Lou Schaeffer  
30700 U.S. 19 North, Suite #8  
Palm Harbor, Florida 34683

Secretary/Treasurer - Dennis Moore  
321 Woodchuck Avenue  
Tarpon Springs, Florida 34689.

#### ARTICLE VII

##### **EARNINGS AND ACTIVITIES OF CORPORATION**

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in

furtherance of the purposes set forth in Article IV above.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE VIII

##### **DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and

operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United State Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the purpose of to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE IX

##### MEMBERSHIP

The qualification of members and the manner of their admission shall be regulated by the bylaws for this corporation.

#### ARTICLE X

##### SUBSCRIBERS

The names of the Subscribers of this corporation are as follows:

Robert W. Bull  
890 16th Street  
Palm Harbor, Florida 346783

Dennis Moore  
321 Woodchuck Avenue  
Tarpon Springs, Florida 34689

#### ARTICLE XI

##### AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws

of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth thereof in the By-Laws.

#### ARTICLE XII

##### **DEDICATION OF ASSETS**

The property of this corporation is dedicated to the religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, of the benefit of any private individual.

#### ARTICLE XIII

##### **REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 890 16th Street, Palm Harbor, Florida 34683 and the name of its registered agent at said address shall be Robert W. Bull.

#### ARTICLE XIV

##### **AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this \_\_\_\_\_ day of May, 1995.

WITNESSED BY:

Neil M. Kokkinos

Jill A. Little

Neil M. Kokkinos

Jill A. Little

Robert W. Bull  
Robert W. Bull, Subscriber

Dennis Moore  
Dennis Moore, Subscriber

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 2nd day of May, 1995 by Robert W. Bull, who is personally known to me ( ) or who showed FDL# B400779553330 as identification, and who did/did not take an oath.

NOTARY

Eric Kokkinos  
Signature

Eric Kokkinos  
Printed Name

My commission expires:



ERIC KOKKINOS  
My Commission CC323388  
Expires Oct. 13, 1997  
Bonded by ANB  
800-852-6878

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of May, 1995 by Dennis Moore, who is personally known to me ( ) or who showed FDL# M600175490230 as identification, and who did/did not take an oath.

NOTARY

Eric Kokkinos  
Signature

Eric KOKKINOS  
Printed Name

My commission expires:



ERIC KOKKINOS  
My Commission CC323388  
Expires Oct. 13, 1997  
Bonded by ANB  
800-852-6878

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance with Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First -- that SUNCOAST CRUISERS OF TARPON SPRINGS, INC.,  
desiring to organize under the laws of the State of Florida with  
its principal place of business, as indicated in the Articles of  
Incorporation at 890 16th Street, Palm Harbor, Florida 34683, has  
named Robert W. Bull, OF 890 16th Street, Palm Harbor, Florida  
34683 as its agent to accept service of process within this State.

Having been named to accept service of process of the above-  
state corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office.

R. W. Bull  
Robert W. Bull, Registered Agent

STATE OF FLORIDA       )  
                              )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this \_\_\_\_  
day of May, 1995 by Robert W. Bull, who is personally known to me  
( ) or who showed \_\_\_\_\_ as identification, and who  
did/did not take an oath.

NOTARY

Evie Kokkinos  
Signature

Evie Kokkinos  
Printed Name

My commission expires:



EVIE KOKKINOS  
My Commission CC323388  
Expires Oct. 13, 1997  
Bonded by ANB  
800-852-5878

N96000002323  
YANCHUCK, BERMAN & KASARIS, P.A.  
ATTORNEYS AT LAW

JOEL P. YANCHUCK  
IRA E. BERMAN  
DANIEL C. KASARIS

360 CENTRAL AVE - SUITE 1320  
P.O. BOX 4192  
ST. PETERSBURG, FL 33731-1192  
TEL (813) 822-6313  
FAX (813) 895-5332

NIKKI M. KAVOUKLIS  
W. THOMAS WADLEY

April 26, 1996

415 SOUTH PINELLAS AVE.  
P.O. BOX 1137  
TARPON SPRINGS, FL 34688-1137  
TEL (813) 937-3171  
FAX (813) 934-0493

REPLY TO:

Tarpon Springs

Bobbie Eldridge  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500001803265  
-05/01/96--01057--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: **Suncoast Cruisers of Tarpon Springs, Inc.**  
**Amended and Restated Articles of Incorporation**

Dear Mrs. Eldridge:

Pursuant to your instructions of April 23, 1996, please find enclosed an original and copy of Amended and Restated Articles of Incorporation, 1996 Annual Profit Corporation Annual Report packet, along with my client's check in the amount of \$61.25 for filing annual report and my firm's check in the amount of \$35.00 to file the amended and restated articles.

As you recall, initially the articles filed for my client, were filed as a profit corporation but after your conversation with my legal assistant, Cindy, you advised that filing amended and restated articles would remedy my client's classification as a non-profit corporation. Also, you advised the annual report should accompany the articles and be forwarded directly to you for processing.

If you have any questions or comments regarding this matter, please do not hesitate to contact my office.

Very truly yours,  
YANCHUCK, BERMAN & KASARIS, P.A.

*Nikki M. Kavouklis*  
Nikki M. Kavouklis, Esquire  
For the Firm

NMK/cl

Enclosures: As referenced above

5/1

*BE*

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

ARTICLE I

CORPORATE NAME

The name of the corporation shall be **SUNCOAST CRUISERS OF TARPON SPRINGS, INC.** Its principal place of business shall be 890 16th Street, Palm Harbor, Pinellas County, Florida.

ARTICLE II

CORPORATE NATURE

This is a non-profit corporation, organized solely for the purpose of educational purposes pursuant to the Florida Corporation Not for Profit Law set forth in Florida Statutes Section 617.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. For the advancement of community interest in and education of antique cars and for the promotion of membership in an antique car club.

C. To operate exclusively in any other manner for such religious, charitable and education purposes as will qualify it as

96 MAY -1 AM 10:38  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

#### ARTICLE V

##### **MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the Corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of member following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 890 16th Street, Palm Harbor, Florida 34683 on the first of May of each year at 9:00 a.m., or such other place or places as the Board of Directors may designate from time to time by resolution.

Any actions required or permitted to be taken by one Board of Directors under any provision of law may be taken without a

meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorized the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The name and addresses of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT W. BULL	890 16th Street Palm Harbor, FL 34683
DENNIS MOORE	321 Woodchuck Avenue Tarpon Springs, FL 34689
LOU SCHAEFFER	30700 U.S. 19 N., Suite 8 Palm Harbor, FL 34683

B. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:

Robert W. Bull  
890 16th Street  
Palm Harbor, FL 34683

Vice President:

Lou Schaeffer  
30700 U.S. 19 N., Suite 8  
Palm Harbor, FL 34683

Secretary/Treasurer:

Donna Moore  
321 Woodchuck Avenue  
Tarpon Springs, FL 34689

#### ARTICLE VI

##### **EARNINGS AND ACTIVITIES OF CORPORATION**

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV above.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to

which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

This corporation is to exist perpetually, commencing with the date of subscription and acknowledgment of these Articles of Incorporation so long as these Articles of Incorporation are filed with the Department of State, State of Florida, within five (5) days, exclusive of legal holidays, after subscription and acknowledgment thereof, and are subsequently approved by the Department of State, State of Florida, and all filing fees and taxes have been filed with the Department of State, State of Florida, and are approved by it, and all filing fees and taxes have been paid.

#### **ARTICLE VII**

##### **DISTRIBUTION OF ASSETS**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the

county in which the principal office of the Corporation is then located, exclusively for the purpose of to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VIII

##### **MEMBERSHIP**

The qualification of members and the manner of their admissions shall be regulated by the By-Laws for this Corporation.

#### ARTICLE IX

##### **SUBSCRIBERS**

The names of the Subscribers of this Corporation are as follows:

##### NAME

##### ADDRESS

ROBERT W. BULL

890 16th Street  
Palm Harbor, FL 34683

#### ARTICLE X

##### **AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, By-Laws of this Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth thereof in By-Laws.

#### ARTICLE XI

##### **DEDICATION OF ASSETS**

The property of this Corporation is dedicated to the

religious, educational, charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, of the benefit of any private individual.

#### ARTICLE XII

##### REGISTERED AND AND OFFICE

The address of the Corporation's registered office shall be 890 16th Street, Palm Harbor, Florida 34683 and the name of its registered agent at said address shall be ROBERT W. BULL.

#### ARTICLE XIII

##### AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this Corporation.

I, the undersigned, being the Subscriber and Incorporator of this Corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Amended and Restated Articles of Incorporation, this 25<sup>th</sup> day of April, 1996.

WITNESSED BY:

Robert W. Bull

Dennis Moore

Robert W. Bull

Dennis Moore

Robert W. Bull  
ROBERT W. BULL, Subscriber

Dennis Moore  
DENNIS MOORE, Subscriber

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 25<sup>TH</sup>  
day of April, 1996, by ROBERT W. BULL, who is personally known to  
me ~~or who has produced~~ \_\_\_\_\_ as identification  
and who did take an oath.

sign: Cynthia Loughlin

printed: Cynthia Loughlin

Notary - State of Florida

My Commission expires:

My Commission number:



CYNTHIA LOUGHLIN  
MY COMMISSION # CC476480 EXPIRES  
July 27, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 25<sup>th</sup>  
day of April, 1996, by DENNIS MOORE, who has produced Florida  
Drivers License as identification and who did take an oath.

sign: Cynthia Loughlin  
printed: Cynthia Loughlin  
Notary - State of Florida  
My Commission expires:  
My Commission number:



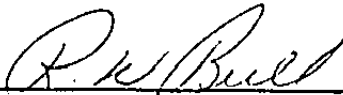
CYNTHIA LOUGHLIN  
MY COMMISSION # CC470400 EXPIRES  
July 27, 1999  
BONDED THIRD TRUST INSURANCE, INC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance with Chapter 48.092, Florida Statutes, the following is submitted in compliance with said Act:


First -- that SUNCOAST CRUISERS OF TARPON SPRINGS, INC., desiring to organize under the laws of the State of Florida with its principal place of business as indicated in the Amended and Restated Articles of Incorporation at 890 16th Street, Palm Harbor, Florida 34683, named ROBERT W. BULL, of 890 16th Street, Palm Harbor, Florida 34683 as its agent to accept service of process within this State.

Having been named to accept service of process of the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
ROBERT W. BULL,  
Registered Agent

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 1996, by ROBERT W. BULL, who is personally known to me ~~or who has produced~~ \_\_\_\_\_ as identification and who did take an oath.

sign:   
printed: Cynthia Loughlin  
Notary - State of Florida  
My Commission expires:  
My Commission number:

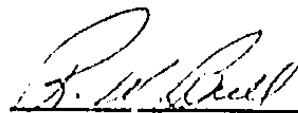


CYNTHIA LOUGHLIN  
MY COMMISSION # CC476489 EXPIRES  
July 27, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE

The restatement was adopted by the Board of Directors and does not contain any amendments requiring member approval.

Dated: April 25, 1996



ROBERT W. BULL, President

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 1996, by ROBERT W. BULL, who is personally known to me and who did take an oath.

sign: 

printed: Cynthia Loughlin  
Notary State of Florida  
My Commission expires:  
My Commission number:



CYNTHIA LOUGHLIN  
MY COMMISSION # CC476489 EXPIRES  
July 27, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
96 MAY - 1 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N96000002323



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 1, 1996

NIKKI M. KAVOUKLIS, ESQ.  
YANCHUCK, BERMAN & KASARIS, P.A.  
P.O. BOX 1137  
TARPON SPRINGS, FL 34688-1137

SUBJECT: SUNCOAST CRUISERS OF TARPON SPRINGS, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NONPROFIT corporation and assigned new document number N96000002323 with the original file date of May 10, 1995.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
Sharon Tala  
Document Specialist Supervisor  
New Filings Section

Letter number: 396A00020936