

LEIGH M. FISHER, P.A.

ATTORNEYS AT LAW

Telephone: (941) 549-3933

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LEIGH M. FISHER

Reply to:
P.O. Drawer 1485
Cape Coral, FL 33910

1605 S.E. 40 Street
Cape Coral, FL 33904
(4000 Del Prado Building)

October 7, 1996
N9600005346

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

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****122.50 ****122.50

RE: SOUTHWEST FLORIDA MARINE TRADE
FOUNDATION, INC.
Our File No. 96F-088

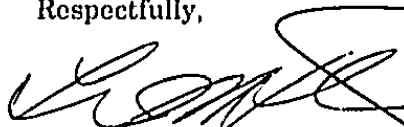
Sir or Madam:

Enclosed herewith is an original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above referenced corporation, together with my check in the amount of \$122.50 in payment of the following:

1.	Filing Fees	\$ 35.00
2.	Certified Copy	\$ 52.50
3.	Designation of Registered Agent	\$ 35.00
	TOTAL	\$122.50

Your prompt attention to this matter is appreciated.

Respectfully,

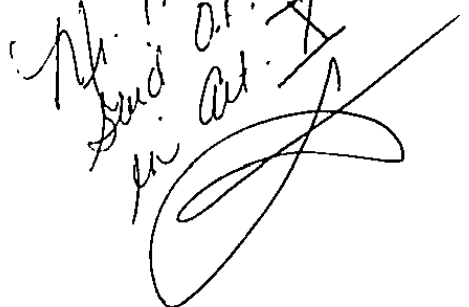


Leigh M. Fisher

LMF:plp
Enclosures



*Mr. Fisher Sec
Send at. To change
in art. II.*



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96 OCT 16 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
SOUTHWEST FLORIDA MARINE TRADE FOUNDATION, INC.
(A Corporation Not for Profit)**

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of CH.617 of the Florida Statutes, do agree to the following:

ARTICLE I

Name

The name of this corporation is **SOUTHWEST FLORIDA MARINE TRADE FOUNDATION, INC.**

ARTICLE II

Purpose

The general nature of the objects and purposes of this corporation shall be:

- (a) To further the education of youth.
- (b) To manage and administer the Captain Bruce Peters Memorial Fund.
- (c) Operated exclusively for nonprofit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.
- (d) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in the subparagraphs of this Article.

ARTICLE III

Qualification of Members

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other interested persons of good moral character who upon application to the organization are accepted by the membership in the manner provided in the by-laws.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

Terms of Existence

This corporation shall have perpetual existence.

ARTICLE V

Subscribers

The names and residences of the subscribers to these articles of incorporation are:

ROBERT COOLEY
c/o Mid Island Boat Center
4765 Estero Blvd., Fort Myers Beach, FL 33931

BARBARA MEYER
c/o Gateway Sailing
1424 SE 46th Street, Cape Coral, FL 33904

GIL GIBBS
c/o Premium Parnsail Boats
928 NE 24th Lane #4, Cape Coral, FL 33909

ARTICLE VI

Officers

Section 1. The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided by the by-laws.

Section 2. The names of the person who are to serve as officers of this corporation until the first meeting of the Board of Directors are:

President: ROBERT COOLEY
c/o Mid Island Boat Center,
4765 Estero Blvd., Fort Myers Beach, FL 33931

Vice President: JESSE PARISEAU
c/o The Pier Group
9853 N. Tamiami Trail #207, Naples, FL 33940

Secretary: BARBARA MEYER
c/o Gateway Sailing
1424 SE 46th Street, Cape Coral, FL 33904

Treasurer: BARBARA MEYER
c/o Gateway Sailing
1424 SE 46th Street, Cape Coral, FL 33904

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

ARTICLE VII

Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have eleven directors initially. The number of directors may be increased, or decreased, from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

JAMES TRONNES
c/o First Union National Bank,
113 Hancock Bridge Pkwy West, Cape Coral FL 33991

GIL GIBBS
c/o Premium Parasail Boats
928 NE 24th Lane, #4, Cape Coral, FL 33909

NICK LEBID
c/o Seahorse Marine
1310 Lee Street, Fort Myers, FL 33901

STEVE MAJEWSKI
c/o Sea Tow
1430 Rose Garden Road, Cape Coral, FL 33914

PAT RILEY
c/o Dex Bondor & Associates
2052 Virginin Ave., Fort Myers, FL 33914

STEVE SIBBALD
c/o Scotties Canvas & Marine
2211 N. Tamiami Trail, North Fort Myers, FL 33903

W. D. MILLER
c/o Dolphin Marina
1506 SE 46th Street, Cape Coral, FL 33904

MIKE ILER
c/o Marine Sports of Fort Myers, 16115 San Carlos Blvd., Fort Myers, FL 33908

ARTICLE VIII

By-Laws

Section 1. The membership of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a two-thirds vote of the membership present at any regular meeting or special meeting called for that purpose.

ARTICLE IX

Amendments

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, or intention to submit such amendments.

ARTICLE X

Location

The address of this corporation's initial registered ^{Principals} office in the State of Florida is: 1505 S.E. 40th Street, Suite B, Cape Coral, Florida 33904.

The name of this corporation's initial registered agent at the above address is Leigh M. Fisher, Esquire.

ARTICLE XI

Income from Public Events If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by non-members will be paid over to any organization which is exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code on an annual basis, if not needed by this organization.

ARTICLE XII

Nonprofit Status

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 III

Dues

The amount of annual dues payable by members shall be such amount as set forth in the by-laws of the corporation.

ARTICLE XIV

Powers

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 or others, and not for pecuniary profit.

ARTICLE XV

Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the by-laws.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XVI

Distribution of Assets Upon Dissolution

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.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 1st day of October, 1996, for the purpose of forming this corporation not for profit under laws of the State of Florida.



ROBERT COOLEY



BARBARA MEYER

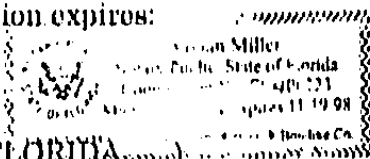


GIL GIBBS

STATE OF FLORIDA)
)SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 1st day of October, 1996, by ROBERT COOLEY, who is personally known to me or produced John Gibbs as identification and did / did not take an oath.

My Commission expires:



STATE OF FLORIDA)

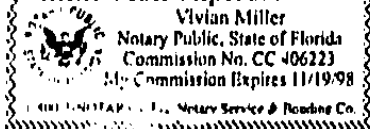
)SS

COUNTY OF LEE)

Vivian Miller
Notary Public

The foregoing instrument was acknowledged before me this 1st day of October, 1996, by BARBARA MEYER, who is personally known to me or produced Personal Known as identification and did / did not take an oath.

My Commission expires:



STATE OF FLORIDA)

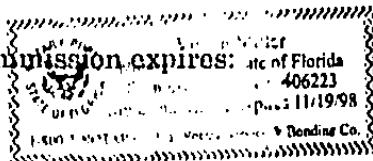
)SS

COUNTY OF LEE)

Vivian Miller
Notary Public

The foregoing instrument was acknowledged before me this 1st day of October, 1996, by GIL GIBBS who is personally known to me or produced Personal Known as identification and did / did not take an oath.

My Commission expires:



Vivian Miller
Notary Public

I HEREBY accept appointment as agent of SOUTHWEST MARINE TRADE FOUNDATION, INC., a Florida Corporation, upon whom process, tax and other demands may be served.

DATED this 4th day of October, 1996.

Leigh M. Fisher
LEIGH M. FISHER

FILED
96 OCT 16 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA