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MICHAEL L. BREWER

Attorney at Law

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February 25, 2000

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*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: Cameron's Marina, Inc.

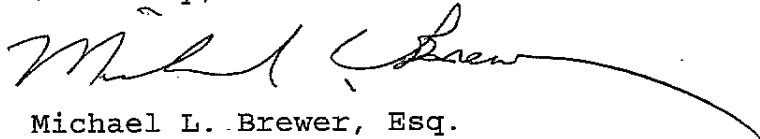
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is Brewer, P.A. check number ~~7872~~ made payable to the Secretary of State in the amount of Seventy-eight Dollars and Seventy-five Cents (\$78.75) for the following:

- | | |
|--|----------|
| 1. Filing Fee | \$ 35.00 |
| 2. Certificate of Registered Agent | \$ 35.00 |
| 3. Certified copy of Corporate Charter | \$ 8.75 |
| Total | \$ 78.75 |

Upon filing the original, please certify the copy and return same to the undersigned in the envelope provided for your convenience.

Sincerely,


Michael L. Brewer, Esq.

MLB/cag

T. Burch MAR 7 2000

T. Burch MAR / 2000

FILED
00 FEB 28 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CAMERON'S MARINA, INC.

FILED
00 FEB 28 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CAMERON'S MARINA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "Common Stock".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial principal office and registered office of this corporation is 500 Canal Street, New Smyrna Beach, Florida 32168, and the name of the initial registered agent of this corporation at that address is MICHAEL L. BREWER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the members of the initial Board of Directors of this corporation are:

NAME	ADDRESS
JEFFREY L. PETERSON	141 Hazelwood River Road Edgewater, FL 32141

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles are:

NAME

ADDRESS

MICHAEL L. BREWER

500 Canal Street
New Smyrna Beach, FL 32168

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of February, 2000.

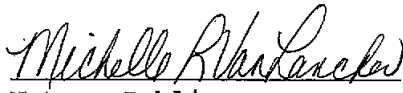

MICHAEL L. BREWER

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25th day of February, 2000, by MICHAEL L. BREWER.



Michelle L. VanLancker
MY COMMISSION # CC680661 EXPIRES
October 31, 2001
BONDED THRU TROY FAIN INSURANCE, INC

 (SEAL)
Notary Public
Commission # CC 680661
My commission expires: 10/31/01
 personally known

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

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

First -- CAMERON'S MARINA, INC., desiring to organize under
the laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at City of New Smyrna
Beach, County of Volusia, State of Florida, has named MICHAEL L.
BREWER, located at 500 Canal Street, City of New Smyrna Beach,
County of Volusia, State of Florida, as its agent to accept service
of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: 

MICHAEL L. BREWER

Filing Fee \$35.00

00 FEB 28 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED