

P00000041563



ACCOUNT NO. : 072100000032

REFERENCE : 674507 108724A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 25, 2000

ORDER TIME : 12:13 PM

ORDER NO. : 674507-005

CUSTOMER NO: 108724A

CUSTOMER: Gary A. Forster, Esq
POHL & SHORT, P.A.
POHL & SHORT, P.A.
Suite 410
280 West Canton Avenue
Winter Park, FL 32789

700003223407--5
-04/25/00--01064--016
*****78.75 *****78.75

DOMESTIC FILING

NAME: CHARTER FISHING USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 25 PM 3:30

RECEIVED
00 APR 25 PM 1:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CHARTER FISHING USA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 25 PM 3: 30

THE UNDERSIGNED, acting as sole incorporator of CHARTER FISHING USA, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is CHARTER FISHING USA, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 3352 Villa Robleda, Mountain View, California 94040. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 3352 Villa Robleda, Mountain View, California 94040.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 3657 Maguire Blvd., Suite 150, Orlando, Florida 32803 and the initial Registered Agent at such address is Ed W. Moss, Jr.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

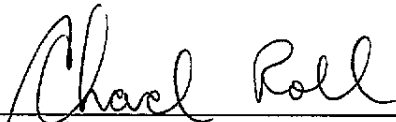
The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the persons who are to serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

Chad Roll	3352 Villa Robleda Mountain View, California 94040
-----------	---

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Chad Roll, 3352 Villa Robleda, Mountain View, California 94040.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 20th day of April, 2000.



Chad Roll, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 25 PM 3:30

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 24th day of April, 2000.

Ed W. Moss, Jr.
Ed W. Moss, Jr.