STEVEN R. BOMSER C.P.A., P.A. 7540 N.W. 5th St., Suite 1 Plantation, FL. 33317 City/State/Zip Phone

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

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1.	5000033078150 -06/28/0001063014
1. (Corporation Name)	-06/28/0001063014 *****78.75 *****78.75
2. (Corporation Name)	
(Corporation Name)	(Document #)
3. (Corporation Name)	(Document #)
	(Document #)
4. (Corporation Name)	(Document #)
Walk in Dick up time	Certified Conv.
Mail out Will wait	Photocopy Certificate of Status
NEW FILINGS	<u>AMENDMENTS</u>
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS	REGISTRATION/QUALIFICATION
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other S. Thompson JUN 3 0 2000

CR2E031(7/97)

Examiner's Initials

ARTICLES OF INCORPORATION

D R FREED, INC.

The undersigned incorporator hereby forms a corporation under chapter 607 of

ARTICLE 1- NAME

The name of this corporation is D R FREED, INC.

ARTICLE 2- PRINCIPAL OFFICE

The street address of the initial principal office of the corporation shall be: $1323~S~E~17^{th}$ Street, Ft Lauderdale,Fl 33316

ARTICLE 3- PURPOSE

The corporation is organized for the purpose of boat captain services or in any activity permitted by this State or the United States.

ARTICLE 4- CAPITAL STOCK

This corporation is authorized to issue One Thousand(1,000) shares of one dollar(\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE 5- INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered agent of this corporation is 1323 S \pm 17th Street,Ft Lauderdale,Fl 33316 and the name of the registered agent shall be Dana R Freed.

ARTICLE 6- INITIAL BOARD OF DIRECTORS

The corporation shall initially have one(1) director to hold office until the first annual meeting of the stockholders and their successor shall have been duly elected and qualified or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the by-laws of the corporation. The name and address of the initial director is

Dana R Freed- 1323 S E 17th Street, Ft Lauderdale, Fl 33316

ARTICLE 7- INCORPORATOR

The name and address of the incorporator signing these articles is :Dana Freed-1323 S E $17^{\rm th}$ Street,Ft Lauderdale, Fl 33316

ARTICLE 8- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE 9- INDEMNIFICATION

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

ARTICLE 10- 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 incorporator has executed these Articles of Incorporation on the date of signing.

Dana Freed

Dated: June 27,2000



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

D R FREED, INC.

2. The name and address of the registered agent is

Dana Freed 1323 S E 17th Street Ft Lauderdale,Fl 33316

Dana Freed, incorporator

Dated: June 27,2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT S
SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE
TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dana Freed

Date: June 27,2000