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Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
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FLORIDA PROFIT CORPORATION OR P.A.

BOATLIENS.COM, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03 (2)
Estimated Charge	\$78.75

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B. McKnight AUG 24 2000

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ARTICLES OF INCORPORATION
OF

BOATLIENS.COM, INC.

ARTICLE I - NAME

The name of the Corporation is Boatliens.Com, Inc.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - PRINCIPAL OFFICE

The initial principal office of this Corporation will be located at: 1300 S.E. 17th Street, Suite 220, Fort Lauderdale, FL 33316.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT

The address of the initial registered office of this Corporation shall be 1212 Southeast First Avenue, Fort Lauderdale, Florida, 33316-1802 and the initial registered agent of this Corporation at such office shall be Kevin J. D'Espies, Esquire, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office for service of process, and with Section 607.0505, as amended from time to time, with respect to the duties of a registered agent.

ARTICLE VII - DIRECTORS

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one.

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Articles of Incorporation
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Boatliens.Com, Inc.
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The name and address of the member(s) of the first Board of Directors is/are:

Frank Atlas
1300 S.E. 17th Street, Suite 220
Fort Lauderdale, Florida 33316

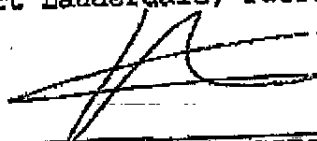
ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: Kevin J. D'Espies, Esquire, 1212 S.E. 1st Avenue, Fort Lauderdale, Florida 33316-1802.

IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Fort Lauderdale, Florida, this 24th day of August 2000.



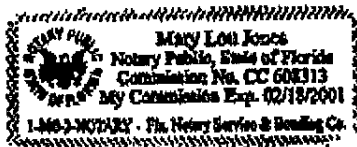
KEVIN J. D'ESPIES, ESQUIRE

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing Articles of Incorporation of BOATLIENS.COM, INC. were acknowledged before me on this 24th day of August 2000, by Kevin J. D'Espies, Esquire, as Incorporator.


Notary Public

My commission expires:



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for at the place designated in the Articles of Incorporation, Kevin J. D'Espies, Esquire agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and with Section 607.0505, as amended from time to time, with respect to the duties of a registered agent.


Kevin J. D'Espies, Esquire

PREPARED BY:

KEVIN J. D'ESPIES, ESQUIRE
KEVIN J. D'ESPIES, P.A.
1212 S.E. 1st Avenue
Fort Lauderdale, Florida 33316-1802
(954) 522-2767
Fla. Bar No. 347477

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