

FIGURSKI & HARRILL

ATTORNEYS AT LAW

THE HOLIDAY TOWER
2435 U.S. HIGHWAY 19 SUITE 350
HOLIDAY, FLORIDA 34691

TELEPHONE: (727) 942-0733
FAX: (727) 944-3711
EMAIL: law@figurskiharrill.com

GERALD A. FIGURSKI, P.A.
J. BEN HARRILL, P.A.
SHELLY MAY JOHNSON

September 1, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/05/00--01121--018
*****78.75 *****78.75

Re: Articles of Incorporation

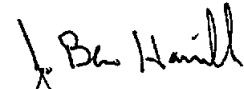
To Whom It may Concern:

Enclosed herein for filing please find an original and two copies of the Articles of Incorporation of Florida Marine & Resort Developers, Inc. along with our check in the amount of \$78.75.

Once the same has been filed, please return a certified copy to us in the envelope provided.

In the event you have any questions, please do not hesitate to contact me.

Sincerely,


J. Ben Harrill

JBH/lc

Enclosure

FILED
00 SEP -5 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSIN SEP 7 2000

ARTICLES OF INCORPORATION

OF

FLORIDA MARINE & RESORT DEVELOPERS, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers, are organizing a corporation for profit pursuant to the statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be Florida Marine & Resort Developers, Inc., and the principal place of business of said corporation shall be at 2435 U.S. Highway 19, Suite 350, Holiday, Florida 34691,

ARTICLE II

The registered office of said corporation shall be in Pasco County, Florida, which address shall be 2435 U.S. Highway 19, Suite 350, Holiday, Florida 34691, and James Benjamin Harrill, is hereby designated as the Registered Agent for service of process for said corporation at said address.

ARTICLE III

The purpose of the corporation is to engage in any activities or business permitted under the laws of the State of Florida or the United States.

ARTICLE IV

The corporation shall be authorized to issue Five Thousand and no/100 Dollars (\$5,000.00) in stock as follows:

Common Stock	\$1.00 par value \$1.00 per share A Total of 5,000 shares
Preferred Stock	No Preferred Stock

ARTICLE V

The corporation shall begin business with a paid in capital of Five Hundred and no/100 Dollars (\$500.00), which may be in cash or the equivalent value in property.

ARTICLE VI

The corporation shall have a perpetual existence unless dissolved according to law.

ARTICLE VII

The number of directors of this corporation initially shall be 3; however, this number may be changed from time to time by lawful amendment of the By-Laws provided the number of directors shall not be more than nine (9) and less than one (1).

ARTICLE VIII

The names and addresses of the organizers and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Donald L. Harrill	670 Island Way, #305 Clearwater, Florida 33767	President
Gerald A. Figurski	2435 U.S. Highway 19 Holiday, Florida 34691	Vice President
James B. Harrill	2435 U.S. Highway 19 Holiday, Florida 34691	Secretary/Treasurer

ARTICLE IX

The number of shares of common stock subscribed to by the said corporation are as follows:

<u>NAME</u>	<u>SHARES</u>
Donald L. Harrill	20
James B. Harrill	20
Gerald A. Figurski	20

ARTICLE X

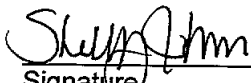
The corporation shall have a lien on all shares of stock in an amount equal to any debts that a stockholder may owe the corporation.

No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporate books.

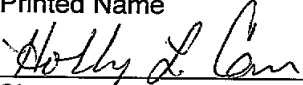
The power to amend the Certificate of Incorporation shall be vested in the Board of Directors, but such amendment shall not become effectual until and unless approved by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned organizers and incorporators have hereunto set their hands and seals this 1 day of September, 2000, for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file this Certificate of Incorporation in the Office of the Secretary of State of Florida and certify that the facts therein are true.

WITNESSES:



Signature
SHELLY JOHNSON

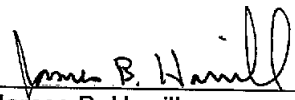
Printed Name


Signature
HOLLY L. Carr

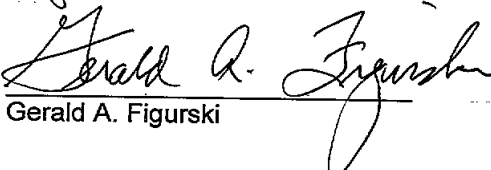
Printed Name



Donald L. Harrill



James B. Harrill



Gerald A. Figurski

BEFORE ME, the undersigned authority, personally appeared Donald L. Harrill, James B. Harrill, and Gerald A. Figurski, to me well know, who in my presence, have hereunto subscribed their names and signatures to the foregoing Articles of Incorporation of Florida Marine and Resort Developers, Inc.

WITNESS my hand and official seal this 1 day of September, 2000.



Notary Public

My Commission Expires:



Lydia M. Crider

MY COMMISSION # CC842434 EXPIRES

March 31, 2001

BONDED THRU TROY FAIR INSURANCE, INC.

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: September 1, 2000.


Registered Agent

SECRETARY OF STATE
JAMES B. HARRILL
TALLAHASSEE, FLORIDA

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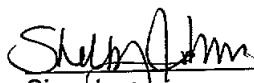
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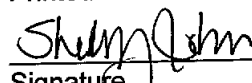
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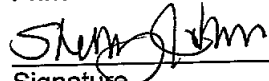
WITNESSES:


Signature
Stanley John

Printed Name

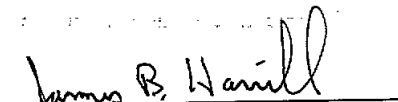

Signature

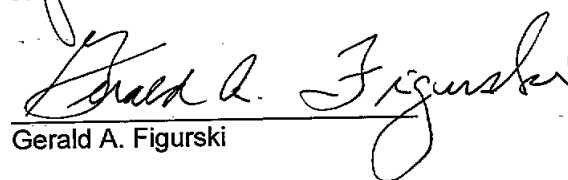
Printed Name


Signature

Printed Name


Donald L. Harrill


James B. Harrill


Gerald A. Figurski

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA