CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301

Signature

Requested by:

Date

...Will Pick Up

Name

8870 • 1-800-342-8062 • Fax (850) 222-1222 Marina & Joes, Inc.

200003433342--5 -10/20/00--01031--018 ******78.75 ******78.75

	•
	Art of Inc. File
<u> </u>	· · · -
	LTD Partnership File
	Foreign Corp. File
	L.C. File File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
<u> </u>	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
	Fictitious Owner Search
	Vehicle Search
	Driving Record apr 2.0.2000
	UCC 1 or 3 File T. SMITH OCT 2 0 2000
	UCC 11 Search
	UCC 11 Retrieval
	Courier

ARTICLES OF INCORPORATION

OF

MARINA JOE'S, INC.

The undersigned, for the purposes of forming a corporation under the Florida Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME: The name of the corporation is MARINA JOE'S, INC.

ARTICLE TWO

DURATION: The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE: The purpose for which the corporation is organized are the following:

- A. To engage in and transact any lawful business of which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purpose of the corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

CAPITAL STOCK: The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

OO OCT 20 AN II: 32
SECRETARY OF STATE
TALLAHASSEE FI OBLIS

ARTICLE FIVE

REGISTERED OFFICE AND AGENT: The street address of the Registered Office of the corporation is: 2440 County Road 830, Felda, Florida 33930 and the name of its initial Registered Agent at that address is Ronald E. Lewis. The principal office of the corporation is 2440 County Road 830, Felda, Florida 33930

ARTICLE SIX

INITIAL BOARD OF DIRECTORS: The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one. The name and address of the initial Directors of the corporation are:

Ronald E. Lewis

ARTICLE SEVEN

INCORPORATORS: The name and address of the Incorporator is: Ronald E. Lewis, Post Office Box 807, Felda, Florida 33930.

ARTICLE EIGHT

COMMENCEMENT OF CORPORATE EXISTENCE: In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence as of the date of filing these Articles of Incorporation.

ARTICLE NINE

PREEMPTIVE RIGHTS: Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

ARTICLE TEN

AMENDMENT: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to their reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of

Incorporation on this 19th day of October, 2000.

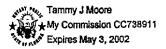
RONALD E. LEWIS, Incorporator

STATE OF FLORIDA COUNTY OF LEE

The foregoing instrument was acknowledged before me this Aday of October, 2000, by RONALD E. LEWIS, Incorporator, of MARINE JOE'S, INC. He is personally known to me and did not take an oath.

Notary Publi

My Commission Expires:



REGISTERED AGENT'S ACKNOWLEDGEMENT

I, RONALD E. LEWIS, am familiar with and accept the duties and responsibilities as registered agent for MARINA JOE'S INC.

RONALD E. LEWIS

STATE LORIDA

STATE OF FLORIDA COUNTY OF LEE

The foregoing instrument was acknowledged before me this 19th day of October, 2000, by RONALD E. LEWIS, who is personally known to me and who did not take an oath. He executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

Notary Public

My Commission Expires:

Tammy J Moore

**My Commission CC738911

**Expires May 3, 2002