

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Bluewater, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- ☒ Art of Inc. File_____
- _____ LTD Partnership File_____
- _____ Foreign Corp. File_____
- _____ L.C. File_____
- _____ Fictitious Name File_____
- _____ Trade/Service Mark_____
- _____ Merger File_____
- _____ Art. of Amend. File_____
- _____ RA Resignation_____
- _____ Dissolution / Withdrawal_____
- _____ 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_____
- _____ UCC 1 or 3 File_____
- _____ UCC 11 Search_____
- _____ UCC 11 Retrieval_____
- _____ Courier_____

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DIVISION OF REGISTRATION

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Signature _____

Requested by: _____

Name _____

Date _____

Time _____

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Will Pick Up _____

ARTICLES OF INCORPORATION

OF

BLUEWATER, INC.

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ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Bluewater, Inc. and its principal place of business shall be located at 918 West Dixie Avenue, Leesburg, Florida 34748.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with The Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of financial planning and to conduct any other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock at one Dollar (\$1.00) par value, which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase their pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 106 South Florida Street, Bushnell, Florida 33513, and the name of the initial registered agent of this corporation at that address is Jon Manning.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws.

Name
Jon Manning
Mary Lamoreaux

Address
918 West Dixie Avenue, Leesburg, Florida 34748
201 Jean Street, Tavares, Florida 32778

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President: Jon Manning	918 West Dixie Avenue, Leesburg, Florida 34748
Vice President: Mary Lamoreaux	201 Jean Street, Tavares, Florida 32778
Secretary: Mary Lamoreaux	201 Jean Street, Tavares, Florida 32778
Treasurer: Mary Lamoreaux	201 Jean Street, Tavares, Florida 32778

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Jon Manning o/b/o The Jon Manning Trust	106 South Florida Street Bushnell, Florida 33513

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

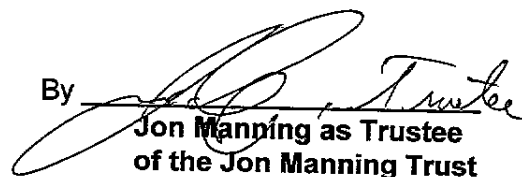
ARTICLE XI - AMENDMENT

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. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

DATED this 6 day of November, 2000.

By



Jon Manning as Trustee
of the Jon Manning Trust

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that Bluewater, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 918 West Dixie Avenue, Leesburg, Florida 34748, has named Jon Manning, located at 106 South Florida Street, Bushnell, Florida 33513 as its agent to accept service of process within Florida.

Dated this 6 day of November, 2000.



Jon Manning, Trustee of the Jon Manning
Trust Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.

[Agent]

By  _____
Jon Manning

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