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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SOUTHWEST FLORIDA SAIL CRUISES, INC.

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

ARTICLES OF INCORPORATION

I, the undersigned, as a proper person acting as the incorporator of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

- FIRST** The name of the corporation is: **SOUTHWEST FLORIDA SAIL CRUISES, INC.**
- SECOND** The period of its duration is: Perpetual.
- THIRD** The purpose of the corporation is: To engage or transact in any or all lawful activities or business permitted under the laws of the united States, the State of Florida or any other state, country, territory or nation.
- FOURTH** The aggregate number of authorized shares is: 10,000 shares of common stock having no par value.
- FIFTH** The corporation will not commence business until at least \$200.00 dollars have been received by it as consideration for the issuance of shares.
- SIXTH** Cumulative voting of shares of stock is authorized.
- SEVENTH** The address of the initial registered office of the corporation is: 3501-302 Del Prado Blvd.; Cape Coral,

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Florida 33904 and the name of its initial registered agent at such address is: Paul L. Larrow.

EIGHTH The address of the principal place of business is:
15804-2 Brothers Court; Fort Myers, Florida 33912.

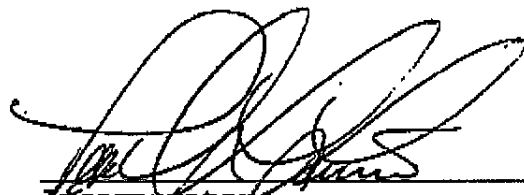
NINTH The number of directors constituting the initial board of directors of the corporation is two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>Jeffrey Farrell</u>	<u>15804-2 Brothers Court</u> <u>Fort Myers, Florida 33912</u>
<u>Brian Buesing</u>	<u>15804-2 Brothers Court</u> <u>Fort Myers, Florida 33912</u>

TENTH The name and address of each incorporator is:

Name	Address
<u>Paul L. Larrow</u>	<u>3501-302 Del Prado Blvd.</u> <u>Cape Coral, Florida 33904</u>

Date December 5, 2000



Incorporator

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

**Paul L. Larrow, an individual residing in this state, having a business office located
at 3501-302 Del Prado Blvd; Cape Coral, Florida 33904, and having been designated
as the Registered Agent in the above and foregoing Articles of Incorporation of:**

SOUTHWEST FLORIDA SAIL CRUISES, INC.

**Paul L. Larrow states that he is familiar with and accepts the obligations of the
position of Registered Agent under Section 607-0505, Florida Statutes.**

By: 
Paul L. Larrow

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