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

From: Account Name : CAPITAL CONNECTION, INC.
Account Number : F20000000257
Phone : (850) 222-8870
Fax Number : (850) 222-1222

FLORIDA PROFIT CORPORATION OR P.A.
STARBOARD WAY, INC.

Certificate of Status	0
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight MAR 08 2001

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ARTICLES OF INCORPORATION

OF

STARBOARD WAY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is STARBOARD WAY, INC.

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ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 4801 37th Street South, St. Petersburg, FL 33711.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Michael Maguire, 4801 37th Street South, St. Petersburg, FL 33711.**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: SPECIAL PROVISION

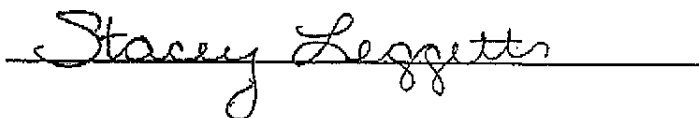
It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

The undersigned has executed these Articles of Incorporation this 7th day of March 2001.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

A handwritten signature in cursive script, reading "Stacey Leggett", is written over a horizontal line.

H010000247279

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : STARBOARD WAY, INC.

2. The name and address of the registered agent and office is:

Michael Maguire

4801 37th Street South

St. Petersburg, FL 33711

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

3-07-01 (Date)

MICHAEL MAGUIRE, President Printed Name, Title

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