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Florida Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Fl 32314

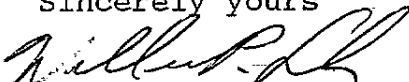
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*****80.00 *****78.75

Dear Sir,

Enclosed you will find Articles of Incorporation for
IT WASN'T ME CHARTERS, Inc.

Please file with the state.

Sincerely yours


William P. Smith

9498 ACT A/A
Lake Park, Fl
33403

FILED
01 MAR 19 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FL 32314

3-21-01
mc

FILED
01 MAR 19 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
IT WASN'T ME CHARTERS , Inc.

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, as follows:

ARTICLE I

The name of the corporation shall be IT WASN'T ME CHARTERS, Inc. and principal office and registered office are the same at 9498 Alternate A1A , Lake Park, FL 33403.

ARTICLE II

The purpose of the corporation is to engage in the activity or business of Charting and renting boats according the laws of the United States and the State of Florida.

ARTICLE III

The corporation shall have authority to issue 100 shares of common stock with a par value of no per share.

ARTICLE IV

The period of this Corporation's existence is perpetual.

ARTICLE V

The street address of the initial Registered Office of this Corporation is 9498 Alternate A1A, Lake Park , Fl 33403, FL. 33403, and the initial Registered Agent of this Corporation at that address is William P.Smith .

ARTICLE VI

The number of directors constituting this Corporation's initial Board of Directors is ONE (1), whose name and address is as follows:

William P.Smith
9498 Alternate A1A
Lake Park , Fl 33403

ARTICLE VII

The name and address of the Incorporator is as follows:

William P.Smith
9498 Alternate A1A
Lake Park, FL 33403

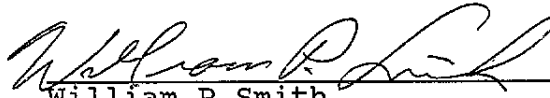
ARTICLE VIII

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE IX

The corporation shall indemnify its Officers, Directors, and Authorized Agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now, or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of William P. Smith, Inc. for the uses and purposes aforesaid this day of March 15, 2001 and he is hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


William P. Smith

STATE OF FLORIDA)
 :
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared William P. Smith, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of March, 2001.



ANNE C. BROWN
My Comm. Exp. 9/23/2001
Bonded By Service Corp.
No. 00582928
My Personal Term \$1000.00


Notary Public

My commission expires: