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*Carrington & Carrington, P.A.*

~~Fred Carrington, Esq.~~

*Attorneys at Law  
619 Turner Street  
Clearwater, Florida 33756  
727-443-0405 • Fax: 727-441-3004*

*Terron M. Carrington, Esq.*

March 9, 2001

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600003849966--5  
-03/13/01--01030--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: K&K Boating, Inc.

Wol-5670

Dear Sir/Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of K&K Boating, Inc., together with the Certificate Designating Place of Business or Domicile for the Service of Process, Naming Agent Upon Whom Process May be Served. Please appropriately file and record the original Articles of Incorporation and use the extra copy to return to the undersigned as a certified copy.

Also enclosed is our firm check in the amount of \$78.75, which represents the following:

Filing Fee	\$35.00
Certified Copy	\$8.75
Registered Agent Designation	<u>\$35.00</u>
Total	\$78.75

FILED  
01 MAR 23 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

Feb  
3/23

9

Secretary of State  
Re: K&K Boating, Inc.  
March 9, 2001

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

A handwritten signature in black ink, consisting of a series of fluid, connected loops and strokes, representing the name Terron M. Carrington.

Terron M. Carrington, Esq.

Enclosures

cc: Paul Kelly



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 15, 2001

TERRON M. CARRINGTON, ESQ.  
619 TURNER STREET  
CLEAWATER, FL 33756

SUBJECT: K&K BOATING, INC.  
Ref. Number: W01000005870

We have received your document for K&K BOATING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

YOU MUST USE THE CORRECT NAME THAT IS ACCORDING TO OUR RECORDS. "ARTICLE V" SEE PRINTOUT.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 401A00015820

## ARTICLES OF INCORPORATION

*The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation / professional association under the laws of the State of Florida.*

### Article I. NAME

The name of the corporation / professional association shall be

K&K Boating, Inc.

FILED  
01 MAR 23 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### Article II. PRINCIPAL OFFICE

The address of the principal office of the corporation / professional association  
is:

25 Causeway Boulevard, #17/18  
Clearwater, FL 33767

### Article III. NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business as a tourism and boating operation.

The corporation shall have the power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes herein above set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

#### **Article IV. CAPITAL STOCK**

The maximum number of shares of stock that this corporation / professional association is authorized to have outstanding at any one time is 100 shares of common stock having a par value of one dollar (\$1.00) per share. The stocks shall be divided as follows:

40 shares held by Michael Kaelin, 1706 Owen Drive, Clearwater, FL 33759

30 shares held by Paul Kelley, 667 Bay Esplanade, Clearwater, FL 33767

30 shares held by Marine Tours, Inc., 25 Causeway Boulevard, #17/18,  
Clearwater, FL 33767

#### **Article V. REGISTERED AGENT AND OFFICE**

The initial registered agent is:

Carrington & Carrington, Attorneys At Law, P.A.  
619 Turner Street  
Clearwater, FL 33756

#### **Article VI. TERM OF EXISTENCE**

This corporation / professional association shall exist perpetually and shall commence on the date these articles are filed with the Florida Department of State.

## **Article VII. INCORPORATORS**

The names and address of the incorporators of these Articles of Incorporation are:

Michael Kaelin  
1706 Owen Drive  
Clearwater, FL 33759

Paul Kelley  
667 Bay Esplanade  
Clearwater, FL 33767

Marine Tours, Inc.  
25 Causeway Boulevard, #17/18  
Clearwater, FL 33767

## **Article VIII. INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, Michael Kaelin, Paul Kelley and a representative of Marine Tours, Inc. have here unto set their hands and seal this

8th day of MARCH, 2001.

Michael D. Kaelin  
MICHAEL KAE LIN

STATE OF FLORIDA       }  
                                     }  
COUNTY OF PINELLAS   }

The foregoing instrument was acknowledged before me, an officer duly authorized to administer oaths and take acknowledgments, this 8th day of MARCH, 2001, by Michael Kaelin, to me personally known OR who produced \_\_\_\_\_ as identification, and known to me to be the same person described in and who subscribed the above foregoing Articles of Incorporation, and he freely and voluntarily acknowledged before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the seal of my office the day and year first above written.

Gerard J. Graham  
NOTARY PUBLIC



Gerard J. Graham  
Commission # CC 829306  
Expires May 15, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

Paul Kelley  
PAUL KELLEY

STATE OF FLORIDA       }  
                                     }  
COUNTY OF PINELLAS   }

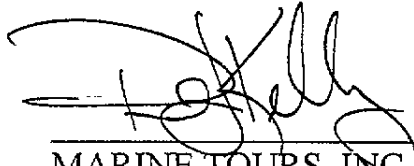
The foregoing instrument was acknowledged before me, an officer duly authorized to administer oaths and take acknowledgments, this 8th day of MARCH, 2001, by Paul Kelley, to me personally known OR who produced \_\_\_\_\_ as identification, and known to me to be the same person described in and who subscribed the above foregoing Articles of Incorporation, and he freely and voluntarily acknowledged before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the seal of my office the day and year first above written.

Gerard J. Graham  
NOTARY PUBLIC



Gerard J. Graham  
Commission # CC 829306  
Expires May 15, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
MARINE TOURS, INC.  
REPRESENTATIVE, PRESIDENT

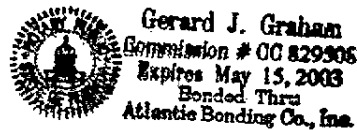
STATE OF FLORIDA }

COUNTY OF PINELLAS }

The foregoing instrument was acknowledged before me, an officer duly authorized to administer oaths and take acknowledgments, this 8th day of MARCH, 2001, by PAUL J. KELLY, to me personally known OR who produced \_\_\_\_\_ as identification, and known to me to be the same person described in and who subscribed the above foregoing Articles of Incorporation, and he freely and voluntarily acknowledged before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

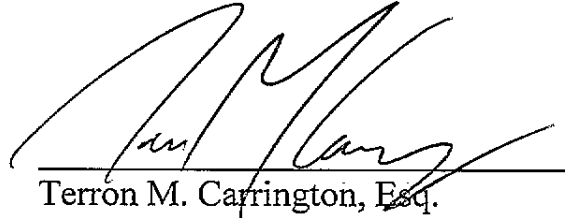
IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the seal of my office the day and year first above written.

  
NOTARY PUBLIC





I hereby am familiar with and accept the duties and responsibilities as  
Registered Agent.



Terron M. Carrington, Esq.  
Florida Bar No. 0146285

Carrington & Carrington, Attorneys At Law, P.A.  
619 Turner Street  
Clearwater, FL 33756  
(727) 443-0405  
(727) 441-3004 (facsimile)

Sworn to and subscribed before me this  
19th day of March, 2001 by Terron  
M. Carrington, personally known to me OR  
who produced \_\_\_\_\_ as  
identification.

  
Notary Public

Allen K. Breneman  
MY COMMISSION # CC757740 EXPIRES  
July 8, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.