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Bosso, Bosso & Pardo, P.A.

Attorneys at Law

WILLIAM J. BOSSO (1923-1986)
WILLIAM J. BOSSO, JR.
ANGELO PARDO

2428 BROADWAY • P.O. BOX 9936
Riviera Beach, Florida 33419
TELEPHONE (561) 844-0209
FAX (561) 863-6456

April 3, 2001

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

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-04/06/01--01081--001
*****70.00 *****70.00

RE: Articles of Incorporation
BLUE WATER CONSTRUCTION, INC.

FILED
2001 APR - 6 PM 12: 59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

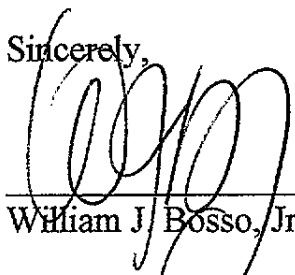
Dear Filing Clerk,

Enclosed herein you will please find our firm's check in the amount of \$70.00 for filing fee of BLUE WATER CONSTRUCTION, INC. Also enclosed is the original and two (2) copies of the Articles of Incorporation and Certificate of Registered Agent.

Please file this corporation and return back to me the filed copies in the stamped-addressed envelope.

Thank you for your corporation in this matter.

Sincerely,



William J. Bosso, Jr.

WJB.,JR/rs
Enclosures

4/11/01

ARTICLES OF INCORPORATION

OF

BLUE WATER CONSTRUCTION , INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607
of the laws of the State of Florida .

ARTICLE I- NAME

The name of the corporation shall be:

BLUE WATER CONSTRUCTION, INC.

The address of the principal office of this corporation shall be
12189 U.S.Highway #1
Suite 4992
North Palm Beach, Florida 33408

and the mailing address of the corporation shall be the same.

ARTICLE II- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any
business or business activity permitted under the laws of the State of Florida.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have
outstanding at any one time is 7,500 shares of common stock at \$1.00 par value.

ARTICLE IV- ADDRESS

The street address of the initial registered office of the corporation shall be as follows:

12189 U.S. Highway #1, Suite 4992
North Palm Beach, Florida 33408

and the name of the initial registered agent of the corporation at that address is:

MICHAEL HEPWORTH

ARTICLE V- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLES VI-OFFICERS AND DIRECTORS

This corporation shall have one (1) director initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until their successors are elected or appointed are :

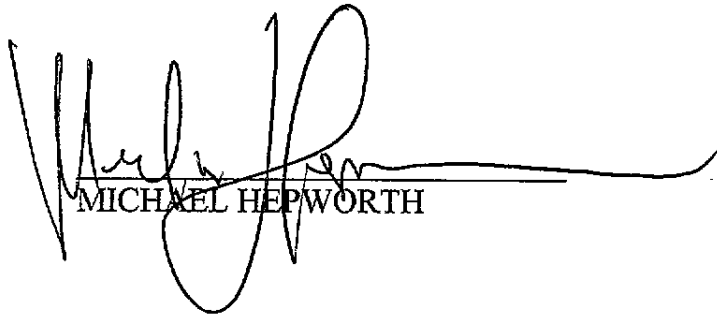
MICHAEL HEPWORTH
12189 U.S. Highway #1, Suite 4992
North Palm Beach , Florida 33408

ARTICLE VII-INCORPORATOR

The name and street address of the incorporators to these Articles of

Incorporation are : MICHAEL HEPWORTH
12189 U.S.Highway #1, Suite 4992
North Palm Beach, Florida 33408

IN WITNESS WHEREOF WE have made and subscribed our names and signatures to these Articles of Incorporation, this the 4th day of April, 2001.

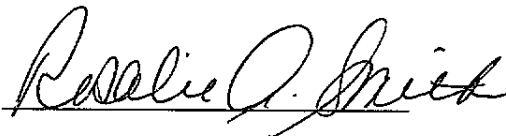

MICHAEL HEPWORTH

State of Florida
County of Palm Beach

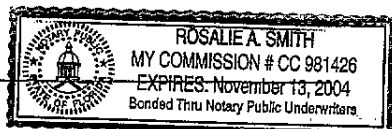
BEFORE ME, the undersigned authority, personally appeared, MICHAEL HEPWORTH to me well known to be the persons described as incorporators in or who has produced her drivers licenses as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation and who did take an oath.

WITNESS my hand and official seal in the County and State aforesaid this the 4 day of April, 2001.

My Commission Expires:



Notary Public,
State of Florida



FILED

2001 APR -6 PM 12: 59

SECRETARY OF STATE
TALLAHASSEE FLORIDA

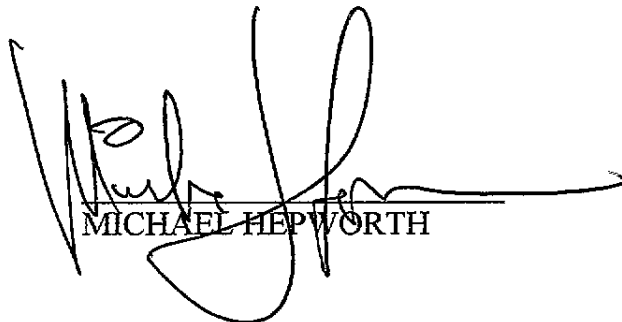
CERTIFICATE OF REGISTERED AGENT

IN PURSUANCE to Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

FIRST: That BLUE WATER CONSTRUCTION, INC. desiring to organize
under the laws of the State of Florida, with its principal office as indicated in the Articles of
Incorporation being in Florida, name: MICHAEL HEPWORTH as its agent to accept service
of process within the State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above named
Corporation, at the place designated in this Certificate, I hereby state that I am familiar
with the obligations imposed herein, accept said appointment as registered agent of said
corporation and agree to act in this capacity, and further agree to comply with the
provisions of all statutes relative to the proper and complete performance of my duties.


MICHAEL HEPWORTH