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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
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FLORIDA PROFIT CORPORATION OR P.A.

REEL MAGIC CHARTERS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
REEL MAGIC CHARTERS, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 600 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

REEL MAGIC CHARTERS, INC.

The address of the principal office of this corporation shall be 750 North Atlantic Avenue, Unit 603, Cocoa Beach, Florida 32931 and the mailing address of the corporation shall be same.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 160 McLeod Street, Merritt Island, Florida 32953, and the name of the initial registered agent of the corporation at that address is Andrew W. Menyhart.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Director's are:

Dale Coxwell
Dir.

750 North Atlantic Avenue, Unit 603
Cocoa Beach, Florida 32931

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Dale Coxwell
President

750 North Atlantic Avenue, Unit 603
Cocoa Beach, Florida 32931

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Andrew W. Menyhart, Esquire
160 McLeod Street
Merritt Island, FL 32953

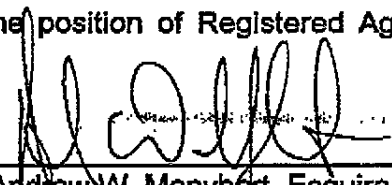
IN WITNESS WHEREOF, the undersigned agent has hereunto set his hand and seal on April 4, 2001.



Andrew W. Menyhart

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

Andrew W. Menyhart authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Andrew W. Menyhart, Esquire

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