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Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
FAX: (850) 229-6957

Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

FILED

01 JUN 11 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Mailing Address:

Post Office Box 98
Port St. Joe, FL 32457-0098

June 8, 2001

Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

RE: At Random Charters, Inc.

UUUUUU4398040--8
-06/12/01--01012--015
*****122.50 *****78.75

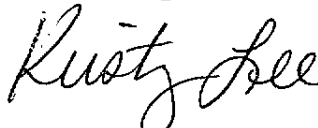
Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00	- filing fee
52.50	- certified copy
<u>35.00</u>	- registered agent designation
\$122.50	

Sincerely,



Kristy Lee

Enclosures

C. BLALOCK JUN 13 2001

ARTICLES OF INCORPORATION

OF

AT RANDOM CHARTERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "AT RANDOM CHARTERS, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence, commencing on the date of filing.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is the commercial chartering of vessels. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The mailing address of the initial office of this corporation is Post Office Box 22, Port St. Joe, Florida 32457. The physical address is 122 South Palm, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Charles A. Costin at 413 Williams Avenue, Port St. Joe, Florida 32456.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have two (2) directors initially. The executive positions (officers) of the directors are set forth herein below and their respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholders. The names and addresses of the initial directors and officers are:

Randall E. Jones	President
Post Office Box 22	
Port St. Joe, Florida 32457	

Terilyn Dawn Jones
Post Office Box 22
Port St. Joe, Florida 32457

Vice-President/
Secretary/Treasurer

ARTICLE VII
Incorporators

The names and addresses of the incorporators signing these articles are:

Randall E. Jones
Post Office Box 22
Port St. Joe, Florida 32457

Terilyn Dawn Jones
Post Office Box 22
Port St. Joe, Florida 32457

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Randall E. Jones	50 shares common stock
Terilyn Dawn Jones	50 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers


enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

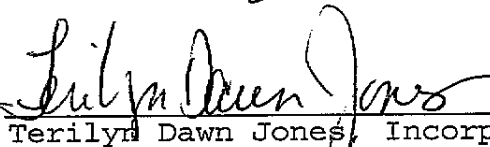
ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 7th day of June, 2001.

AT RANDOM CHARTERS, INC.

By: 
Randall E. Jones, Incorporator

By: 
Terilyn Dawn Jones, Incorporator

STATE OF FLORIDA
COUNTY OF GULF

BE IT REMEMBERED that on this 7th day of June, 2001, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **RANDALL E. JONES** and **TERILYN DAWN JONES**, who is personally known to me or who produced personally known as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed

Articles of Incorporation are the free act and deed of the incorporators and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and

County aforesaid on the day and year first above written.



Kristy M. Lee

Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that **AT RANDOM CHARTERS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named **CHARLES A. COSTIN**, 413 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said

office.

A large, stylized handwritten signature in black ink, appearing to read 'Charles A. Costin', is written over a horizontal line.

CHARLES A. COSTIN
Registered Agent
413 Williams Avenue
Port St. Joe, FL 32456