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LAW OFFICES
RICE ROSE & SNELL

A PROFESSIONAL ASSOCIATION
www.RiceRoseSnell.com

PAUL E. RICE, JR.
JAMES L. ROSE
GREGORY D. SNELL

MAIN OFFICE
222 SEABREEZE BLVD.
DAYTONA BEACH, FL 32118
TELEPHONE (386) 257-1222
FAX (386) 258-9694
jamesrose@riceroseandsnell.com

FLAGLER OFFICE
1 FLORIDA PARK DRIVE SOUTH
SUITE 301
PALM COAST, FL 32137
TELEPHONE (386) 445-9007

MAILING ADDRESS
POST OFFICE BOX 2599
DAYTONA BEACH, FL 32115

June 27, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

200004456072--8
-07/02/01--01050--006
*****70.00 *****70.00

RE: Blue Water Sport Fishing, Inc.

Gentlemen:

Enclosed you will find the Articles of Incorporation regarding the above corporation.
Please file the same and forward confirmation to this office.

Also enclosed is a check for \$70.00 to cover the following costs and fees:

Filing Fee	35.00
Registered Agent	35.00
	<u>\$70.00</u>

Thank you for your assistance in this matter.

Sincerely,

James L. Rose/bjr
James L. Rose

FILED
01 JUL 24 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JLR/bjr
Encs.

7-24-01
15580
JLR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 9, 2001

JAMES L. ROSE, ESQ.
P. O. BOX 2499
DAYTONA BCH, FL 32115

SUBJECT: BLUE WATER SPORT FISHING, INC.
Ref. Number: W01000015580

We have received your document for BLUE WATER SPORT FISHING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 901A00040304

**ARTICLES OF INCORPORATION
OF
BLUE WATER SPORT FISHING, INC.**

FILED
01 JUL 24 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be Blue Water Sport Fishing, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 4170 Saxon Drive, New Smyrna Beach, FL 32169. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Paul E. Rice Jr. The street address of the initial registered office shall be 222 Seabreeze Blvd., Daytona Beach, FL 32118.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have one Director. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Sandy Blyth	4170 Saxon Drive New Smyrna Beach, FL 32169

ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Sandy Blyth	4170 Saxon Drive New Smyrna Beach, FL 32169

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11th day of July, 2001.


Sandy Blyth

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 16th day of July, 2001 by SANDY BLYTH who is personally known to me and who did not take an oath.



Beth J. Robins
Notary Public, State of Florida

Printed Notary Signature

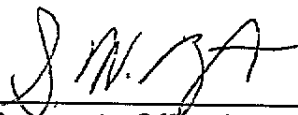
At Large

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section §48.091, Florida Statutes, the following is submitted:

That Blue Water Sport Fishing, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of New Smyrna Beach, State of Florida, has named Paul E. Rice Jr., located at 222 Seabreeze Blvd., City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.



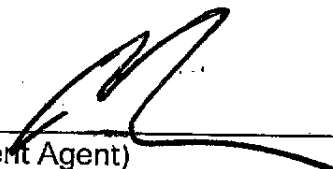
(Corporate Officer)

Title: *President*

Date: *7/16/01*

FILED
01 JUL 24 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.



(Resident Agent)

Date: *7/17/01*