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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FLORIDA PROFIT CORPORATION OR P.A.**

**WHITE DOLPHIN CHARTERS, INC.**

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Estimated Charge	\$78.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
WHITE DOLPHIN CHARTERS, INC.**

The undersigned, acting as incorporators, hereby adopts these Articles of Incorporation and forms a corporation (the "Corporation") under the laws of the state of Florida, as follows:

**ARTICLE I - NAME**

The name of this corporation is **WHITE DOLPHIN CHARTERS, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall

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have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The Registered Agent of this corporation and the street address of the initial principal and registered office of this corporation is:

**MARK KELLIN**  
13901 Old Dixie Highway  
Hudson, Florida 34667

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws of the corporation; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

**MARK KELLIN**  
13901 Old Dixie Highway  
Hudson, Florida 34667

**ARTICLE VIII - INCORPORATORS**

The name and address of the incorporator signing these articles of incorporation is:

**MARK KELLIN**  
13901 Old Dixie Highway  
Hudson, Florida 34667

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

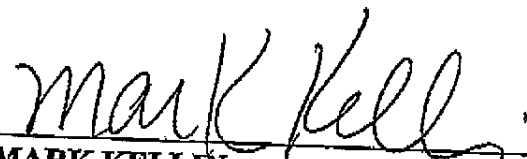
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**ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amended thereto, 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 Incorporator has executed these Articles of Incorporation on this 15th day of August, 2001.

  
MARK KELLIN  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, 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.

Dated: August 15, 2001

  
MARK KELLIN  
Registered Agent

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STATE OF FLORIDA  
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