

Division of Corporations

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Florida Department of State  
Division of Corporations  
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From: Account Name : BILZIN, SUMBERG DUNN BAENA PRICE &  
Account Number : 075350000132  
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FLORIDA PROFIT CORPORATION OR P.A.

MIAMI BEACH SPORT FISHING, INC.

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$87.50

G. BULLOCK DEC 13 2001

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Fax Audit No.: H01- 121169

**ARTICLES OF INCORPORATION  
OF  
MIAMI BEACH SPORT FISHING, INC.**

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**ARTICLE I -- NAME**

The name of this corporation is Miami Beach Sport Fishing, Inc.

**ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation are:

1000 Venetian Way, Unit 111  
Miami, Florida 33139.

**ARTICLE III -- PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV -- CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, each share having a par value of \$1.00.

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

The street address of the initial registered office of this corporation is:

1000 Venetian Way, Unit 111  
Miami, Florida 33139;

and the name and address of the initial registered agent of this corporation are:

Cameron McDowell  
1000 Venetian Way, Unit 111  
Miami, Florida 33139.

**ARTICLE VI -- COMMENCEMENT**

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

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ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Cameron McDowell  
1000 Venetian Way, Unit 111  
Miami, Florida 33139.

ARTICLE VIII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

Cameron McDowell  
1000 Venetian Way, Unit 111  
Miami, Florida 33139.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X -- INDEMNIFICATION


This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI -- AMENDMENT

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

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 13th day of December, 2001.

  
Cameron McDowell, Incorporator and Registered Agent

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