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Law Offices of
Voigt & Voigt, P.A.
Attorneys at Law

2042 Bee Ridge Road
Sarasota, Florida 34239

Telephone (941) 925-2324
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July 10, 2002
VIA OVERNIGHT DELIVERY

Florida Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

900006330749--1
-07/11/02--01042--001
*****70.00 *****70.00

RE: BLUE WATER CHARTERS OF SARASOTA, INC.

Dear Sir/Madam:

I have enclosed for your review and filing the original and one (1) copy of the Articles of Incorporation for BLUE WATER CHARTERS OF SARASOTA, INC., and a check in the amount of \$78.75 payable to The Florida Department of State for the following:

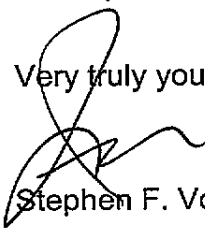
Filing Fee for Articles of Incorporation, F.S.	\$35.00
Filing Fee for Resident Agent F.S.	<u>\$35.00</u>

TOTAL:

Please return a copy of the Articles of Incorporation to this office.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,


Stephen F. Voigt, Sr.

SFVsr/mmz
Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 11 AM 10:14
\$70.00

F. CHESSER JUL 12

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**ARTICLES OF INCORPORATION
OF
BLUE WATER CHARTERS OF SARASOTA, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 11 AM 10:14

ARTICLE I - NAME: The name of this corporation is BLUE WATER CHARTERS OF SARASOTA, INC.

ARTICLE II - TERM: This corporation shall commence to exist on the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE: This is a corporation for the purpose of conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK: This corporation is authorized to issue SEVEN HUNDRED FIFTY (750) SHARES of ONE DOLLAR (\$1.00) PAR VALUE per share common stock.

ARTICLE V - PRINCIPAL OFFICE: The street address of the principal office of this corporation is 717 FREELING DRIVE, SARASOTA, FLORIDA 34242 .

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT: The street address and the initial registered agent of office of the registered agent of this corporation is STEPHEN F. VOIGT, ESQ., of VOIGT & VOIGT, P.A. and that address is **2042 BEE RIDGE ROAD, SARASOTA, FLORIDA 34239.**

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS: All corporate powers shall be executed by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. This corporation shall have no directors. ONE HUNDRED PERCENT (100%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE VIII - INCORPORATOR: The name and address of the person signing these Articles is:

**WILLIAM B. MOORE
717 FREELING DRIVE
SARASOTA, FLORIDA 34242**

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

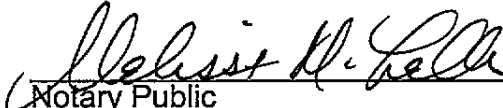
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of June, 2002.

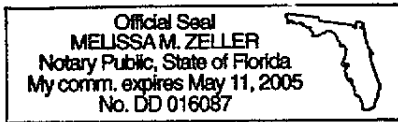

WILLIAM B. MOORE

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 3 day of June, 2002
by **WILLIAM B. MOORE**, who is personally known to me or who has produced a Driver's
License as identification and who did take an oath.

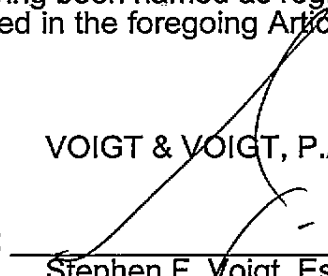
MY COMMISSION EXPIRES:


Notary Public _____
(Print Name)



CONSENT OF REGISTERED AGENT: Having been named as registered agent for this
corporation at the registered office designated in the foregoing Articles of Incorporation,
the undersigned accepts the designation.

VOIGT & VOIGT, P.A.

BY: 
Stephen F. Voigt, Esq.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 11 AM 10:14