

PO2000078518

Richard L. Wagner
115 E. New Haven Avenue
Melbourne, Florida 32901
(321) 723-7010 ext 304

July 16, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100006485831--E
-07/18/02--01053--001
*****78.75 *****78.75

Subject: E-Sea Days Sailing Charters, Inc.

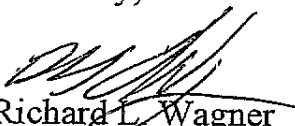
Enclosed are the original and one (1) copy of the articles of incorporation and a check for \$78.75; Filing Fee & Certificate of Status.

FROM: Richard L Wagner
115 E New Haven Avenue
Melbourne. FL 32901

Daytime Telephone # 321-723-7010 ext 304

Thank you for your time and consideration in this matter.

Sincerely,


Richard L. Wagner

FILED
2002 JUL 18 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

15
7/19/02

**ARTICLES OF INCORPORATION
OF
E-SEA DAYS SAILING CHARTERS, INC.**

FILED

2002 JUL 18 AM 10:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, Richard L. Wagner a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is E-SEA DAYS SAILING CHARTERS , INC.

ARTICLE TWO

The initial address of the principle office of the corporation shall be 115 E. New Haven Avenue, Melbourne, Florida 32901 and its initial registered agent shall be Richard L. Wagner, whose address is 115 E. New Haven Avenue, Melbourne, Florida 32901

ARTICLE THREE

The total number of shares of stock which the corporation shall be authorized to issue is one thousand (1000) shares of par value of One Dollar (\$1.00) each.

ARTICLE FOUR

The general purpose of the corporation shall be to provide sailing charters, vessel delivery and related services.

ARTICLE FIVE

The corporation shall commence existence upon the filing of these Articles of Incorporation and it's duration shall be perpetual.

ARTICLE SIX

The president of the corporation shall be Richard L. Wagner, whose address is 115 E. New Haven Avenue, Melbourne, Florida

The Secretary and Treasurer of the corporation shall be Frances B. Wagner, whose address is 115 E. New Haven Avenue, Melbourne, Florida

ARTICLE SEVEN

The number of Directors of the first Board of Directors shall be two. The name of the Directors and addresses are as follows:

Richard L. Wagner - 50 Shares
115 E. New Haven Avenue
Melbourne, Florida 32901

Frances B. Wagner -50 Shares
115 E. New Haven Avenue
Melbourne, Florida 32901

ARTICLE EIGHT

The names and address of each subscriber and the number of shares of stock for each subscriber are as follows

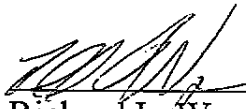
Richard L. Wagner - 50 Shares
115 E. New Haven Avenue
Melbourne, Florida 32901

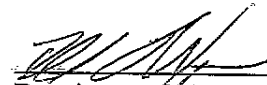
Frances B. Wagner - 50 Shares
115 E. New Haven Avenue
Melbourne, Florida 32901

ARTICLE NINE

The name and address of the Incorporator is Richard L. Wagner, 115 E. New Haven Avenue, Melbourne, Florida 32901

IN WITNESS HEREOF, I have executed these Articles of Incorporation this
16th day of July, 2002.


Richard L. Wagner


Registered Agent
Richard L. Wagner

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared Richard
L. Wagner who executed the foregoing Articles of Incorporation.

Witness my hand and official seal this 16th Day of July, 2002

Notary Public

My Commission Expires


June 20, 2006



Sheila Teresa Hobart
My Commission DD127445
Expires June 20, 2006

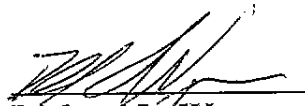
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is E-SEA DAYS SAILING CHARTERS, INC.
2. The name and address of the registered agent and office is:

Richard L. Wagner
115 E. New Haven Avenue
Melbourne, Florida 32901

Having been named as registered agent and to accept service of the process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Richard L. Wagner

July 16, 2002
Date

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TALLAHASSEE FLORIDA