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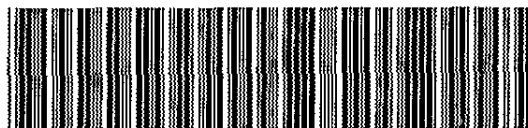
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

VF
2-14-03

BERT MOORE, P.A.
ATTORNEY AT LAW
4677 E. HIGHWAY 20, SUITE 1
POST OFFICE BOX 950
NICEVILLE, FLORIDA 32588-0950
(850) 678-6883
FAX (850) 678-4210
moore@bertmoorepa.gccormail.com

February 6, 2003

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314


Dear Sirs:

Enclosed please find the original Articles of Incorporation for HARBOR DESIGNS COMPANY and CGM HOLDINGS COMPANY along with separate checks in the amount of \$78.50 each for filing and certified copies. Please process these corporations and return to:

Bert Moore, P.A.
Post Office Box 950
Niceville, Florida 32588-0950

Should you have any further questions, please contact this office at (850) 678-6883.

Sincerely,


Kirk Lancaster
Paralegal

Enclosures – as stated

Bert moore GAVE
AUTHORIZATION BY PHONE TO
CORRECT effective date
DATE 2-14-03
DOC. EXAM WJL

EFFECTIVE DATE

2-10-03

ARTICLES OF INCORPORATION

OF

CGM HOLDINGS, COMPANY.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **CGM HOLDINGS, COMPANY.**

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on February 10, 2003.

ARTICLE III - PURPOSE

This corporation is organized for performing any and all-lawful business as allowed under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Penny (\$.01) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 359 Longwood Drive, Santa Rosa Beach, Florida 32549.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1169 John Sims Parkway, Niceville, Florida 32578, and the name of the initial registered agent of this corporation at this address is Bert Moore.

ARTICLE VII - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 359 Lakewood Drive, Seagrove Beach, Florida 32459.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1169 John Sims Parkway, Niceville, Florida 32578, and the name of the initial registered agent of this corporation at this address is Bert Moore.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors and officers of this corporation are Leslie G. McCormick, Geoffrey C. Chick, and Jeffrey N. Grimes, whose addresses are 359 Lakewood Drive, Seagrove Beach, Florida 32459.

ARTICLE X - INCORPORATORS

The name and address of the persons signing these articles of incorporation Leslie G. McCormick, Geoffrey C. Chick, Jeffrey N. Grimes, 359 Lakewood Drive, Seagrove Beach, Florida 32459.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

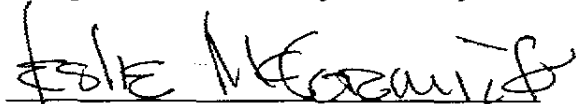
ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING

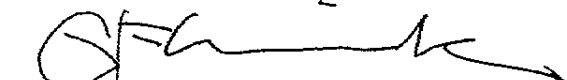
The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 31st day of January 2003.


Leslie McCormick


Geoffrey C. Chick


Jeffrey N. Grimes

**STATE OF FLORIDA
COUNTY OF OKALOOSA**

Leslie McCormick, [X] who is personally known to me or [] who produced his Florida Driver License as proof of identification, acknowledged the foregoing instrument before me this 31st day of January, 2003.

Bert Moore
Notary Public
State of Florida

Stamp:



**STATE OF FLORIDA
COUNTY OF OKALOOSA**

Geoffrey C. Chick, [X] who is personally known to me or [] who produced his Florida Driver License as proof of identification, acknowledged the foregoing instrument before me this 31st day of January, 2003.

Bert Moore
Notary Public
State of Florida

Stamp:



**STATE OF FLORIDA
COUNTY OF OKALOOSA**

Jeffrey N. Grimes, [X] who is personally known to me or [] who produced his Florida Driver License as proof of identification, acknowledged the foregoing instrument before me this 31st day of January, 2003.

Bert Moore
Notary Public
State of Florida

Stamp:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS MAY BE
SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act: First-that **CGM HOLDINGS, COMPANY**, desiring to organize under the laws of the
State of Florida with its principal office 359 Lakewood Drive, Seagrove Beach, Florida 32459,
and has named Bert Moore located at 1169 John Sims Parkway, Niceville, Florida 32578, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept the act in this capacity, and agree to comply with
the provision of said act relative to keeping open said office.

Dated this 31st day of January, 2003.

By: *Bert Moore*
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA