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SECRETARY OF STATE  
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THE LAW OFFICES OF  
**RICHARD LA BELLE, P.A.**

Attorneys & Counselors At Law

March 11, 2003

The Honorable Glenda Hood  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Clearwater Boating, Inc.

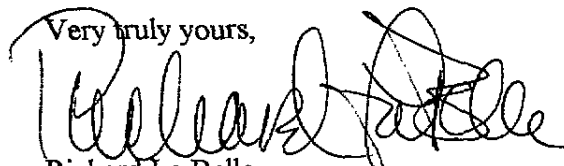
Dear Secretary Hood:

Please find enclosed the original articles of incorporation for the above referenced corporation, along with a copy of the same. I have also enclosed a check in the amount of \$122.50, which is calculated as follows:

Filing Fee:	\$35.00
Certified Copy:	\$52.50
Registered Agent Fee:	<u>\$35.00</u>
<b>TOTAL:</b>	<b><u>\$122.50</u></b>

Please file the original enclosed articles of incorporation and return a certified copy to the undersigned in the enclosed self-addressed, stamped envelope. Thank you in advance for your attention to this matter.

Very truly yours,



Richard La Belle

RDL:hnp

Enclosures

*Principal Office:*

3446 Lake Drive • Dunedin, Florida, USA 34698  
Phone: 727.784.9494 • Fax: 727.781.0013

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**ARTICLES OF INCORPORATION**

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The undersigned, acting as Incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation for such corporation:

1. Name. The name of the corporation is Clearwater Boating, Inc.
2. Principal Office/Mailing Address. The principal office of the corporation is 206 Sand Key Estates Drive, Clearwater, FL, 33767. The mailing address is the same.
3. Commencement of Existence. The existence of the corporation will commence on the date of filing of these Articles of Incorporation.
4. Purpose. The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.
5. Shares. The number of shares the corporation is authorized to issue is ten thousand (10,000) shares.
6. Preemptive Rights. Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.
7. Initial Registered Office and Agent. The name and street address of the initial registered agent and office of this corporation is:  
  
Richard La Belle, Esq.  
3446 Lake Drive  
Dunedin, FL 34698
8. Incorporator. The name and address of each Incorporator is:  
  
Richard La Belle, Esq.  
3446 Lake Drive  
Dunedin, FL 34698
9. Initial Board of Directors. The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but

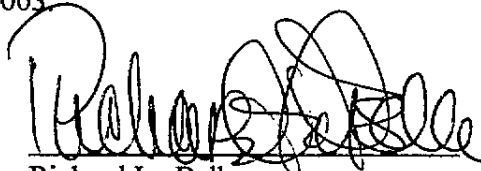
shall never be less than one. The name and street address of the initial directors are:

David J. Barnett  
1 Gilston Park House,  
Gilston, Hertsfordshire, United Kingdom CM20 2SF

10. Bylaws. The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

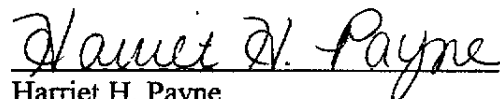
11. Amendments. The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of March, 2003.

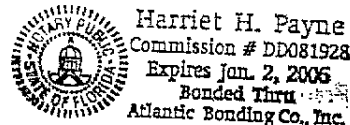
  
Richard La Belle  
Incorporator

STATE OF FLORIDA ))  
COUNTY OF PINELLAS ))

Sworn to and subscribed before me this 11th day of March, 2003, by Richard La Belle, as incorporator of Bedford & Tremblay Property Investments, Inc.

  
Harriet H. Payne  
Notary Public, State of Florida

Personally Known X or produced identification \_\_\_\_  
Type of identification produced \_\_\_\_



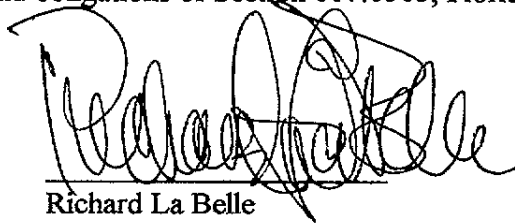
**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

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Having been named as resident agent for the above-stated corporation, 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 and obligations of Section 607.0505, Florida Statutes.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A handwritten signature in black ink, appearing to read "Richard La Belle", written over a horizontal line.

Richard La Belle  
Resident Agent