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TALLAHASSEE, FLORIDA

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

seashell beach resort boat rentals, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION

STATE OF FLORIDA

OF

SEASHELL BEACH RESORT BOAT RENTALS, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I - NAME

The name of the corporation is SEASHELL BEACH RESORT BOAT RENTALS, INC. (hereinafter "Corporation")

ARTICLE II - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida. The general nature of the business is the rental of recreational boats.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 9703 Overseas Highway, Marathon, FL 33050 and the mailing address is the same. The corporation shall have perpetual existence.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

W.J. Heffernan, Jr., Esq.
4695 Overseas Highway
Marathon, FL 33050

ARTICLE V - OFFICERS

President: Hildegard Ireland
Vice President: Karl H. Gruetzmann
Secretary-Treasurer: Hildegard Ireland

whose addresses shall be the same as the principal office of the Corporation.

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ARTICLE VI - CAPITAL STOCK

The capital stock shall consist of One Thousand (1,000.00) Shares of common stock with a par value of \$1.00 per share.

ARTICLE VII - BEGINNING CAPITAL

The amount of capital before beginning business shall be at least Five Hundred Dollars (\$500.00).

ARTICLE VIII - TERM OF OFFICE

Subject to the provisions of the Articles of Incorporation, Bylaws and the General Laws of the State of Florida, the directors, as noted in Article V, shall hold office for the first year of the corporation's existence, or until their successors shall be duly elected and qualified.


ARTICLE IX - REGISTERED AGENT

The registered agent for this corporation shall be W.J. Heffernan, Jr., Esq., and the registered address of this corporation is 9703 Overseas Highway, Marathon, FL 33050.

ARTICLE X

The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon the stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the Bylaws for issuance of stock certificates and the corporation shall have the right of first refusal to purchase any stock issued by this Corporation.

IN WITNESS WHEREOF I have hereunto subscribed my name on this 9th day of May, 2003.


W.J. Heffernan, Jr., Esq.
Fla. Bar No. 147241

TOTAL P.04

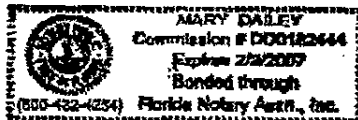
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TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF MONROE**

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared W.J. Heffernan, Jr., Esq., who after being by me first duly sworn and cautioned, deposed and said that he read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed and that this is his free and voluntary act and deed.

9th **SWORN TO AND SUBSCRIBED** before me by W.J. Heffernan, Jr., Esq., this day of May, 2003, who is personally known to me.



Notary Public, State of Florida

Having been named to accept service of process for Seashell Beach Resort Boat Rentals, Inc., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated this 9th day of May, 2003.

W.J. Heffernan, Jr., Esq.
Registered Agent
Fla Bar No: 147241

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