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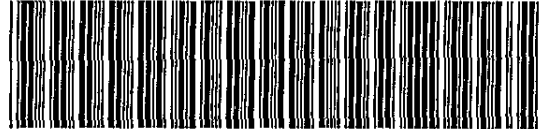
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LAW OFFICES
TAYLOR & TAYLOR
POST OFFICE BOX 2000
KEYSTONE HEIGHTS, FLORIDA 32656-2000

JAMES J. TAYLOR JR

MARY A. TAYLOR

TELEPHONE
352-473-8181
FACSIMILE
352-473-8161

May 29, 2003

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

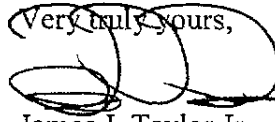
Re: Incorporation of Miller's Marina of Suwannee, Inc.

Dear Sir or Madam:

Enclosed for filing are the original and a copy of articles of incorporation and designation and acceptance of registered agent for the corporation referenced above.

Also enclosed is our firm check in the amount of \$78.75 for filing fees and a certificate of status for the corporation.

Please return a copy of the filed articles and the certificate to this office in the envelope provided.

Very truly yours,

James J. Taylor Jr.

Enclosures

ARTICLES OF INCORPORATION
OF
MILLER'S MARINA OF SUWANNEE, INC.

FILED
CLERK OF SUPERIOR COURT
SUWANNEE, FLORIDA
03 MAY 30 AM 10:02

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("the corporation") is Miller's Marina of Suwannee, Inc.

ARTICLE II

The street address of the principal office of the corporation is Big Bradford Road, Suwannee, Florida 32692.

ARTICLE III

Section 1. The maximum number of shares this corporation is authorized to issue shall be as follows:

Class A Voting Common Stock: Twelve (12) shares of Class A Voting Common Stock having a par value of One Cent (\$.01) per share; and

Class B Non-Voting Common Stock: Nine Thousand Nine Hundred and Eighty-Eight (9,988) shares of Class B Non-Voting Common Stock having a par value of One Cent (\$.01) per share.

All stock shall be fully paid and non-assessable.

Section 2. Holders of Class A Voting Common Stock shall vote on all matters on which shareholders are entitled to vote. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class A Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

Section 3. Holders of Class B Non-Voting Common Stock shall have no voting rights or privileges whatsoever, all such voting rights and privileges being vested solely and exclusively in the Class A Voting Common Stock. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class B Non-Voting Common Stock shall be entitled, after payment of the debts of the

corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

ARTICLE IV

The initial street address of the corporation's registered office is 420 South Lawrence Blvd., Keystone Heights, Florida 32656. The initial registered agent for the corporation at that address is James J. Taylor Jr., Esq.

ARTICLE V

The name and street address of the incorporator is James J. Taylor, Jr., 420 S. Lawrence Boulevard, Keystone Heights, Florida 32656.

ARTICLE VI

The initial board of directors shall consist of three members. This number may be increased or decreased from time to time in accordance with the corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

William R. Miller, Sr., Big Bradford Road, Suwannee, Florida 32692

Elizabeth D. Miller, Big Bradford Road, Suwannee, Florida 32692


William R. Miller, Jr., Big Bradford Road, Suwannee, Florida 32692

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ARTICLE VII

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 29, 2003.


James J. Taylor Jr.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Miller's Marina of Suwannee, Inc., at the place designated in the foregoing Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statutes Section 607.0501(3).


James J. Taylor Jr.

Dated: May 29, 2003.