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FLORIDA PROFIT CORPORATION OR P.A.

grassy key water sports rentals, inc.

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ARTICLES OF INCORPORATION

OF

GRASSY KEY WATER SPORTS RENTALS, INC.

ARTICLE I

The name of this corporation is GRASSY KEY WATER SPORTS RENTALS, INC.

ARTICLE II

This corporation is to have perpetual existence.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

This corporation is authorized to issue One Million (1,000,000) shares of One Dollar (\$1.00) par value, common stock.

ARTICLE V

The street address of the initial, principal office of this corporation is 3250 Mary Street #501, Miami, Florida 33133, and the name and address of the initial registered resident agent of the corporation is DAREN A. SCHWARTZ, 3250 Mary Street #501, Miami, Florida 33133.

ARTICLE VI

This corporation shall have one (3) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name of and address of the initial directors of this corporation are:

Daren A. Schwartz
3250 Mary Street #501
Miami, FL 33133

Dana J. Berman
3250 Mary Street #501
Miami, FL 33133

Donald Davis
220 Plantation Boulevard
Islamorada, FL 33036

Shellie Sims
3250 Mary St. #501
Miami, FL 33133

This Instrument Prepared By:
Eugene L. Mann, Esq.
Florida Bar No. 128372
207 Dillard Ct., Front Royal, VA 22630

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ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

DAREN A. SCHWARTZ
3250 Mary Street #501
Miami, Florida 33133

ARTICLE VIII

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

The By-laws of the Association shall be adopted by the First Board, and thereafter may be altered, amended or rescinded in the manner provided for in the By-laws. As is set forth in the Bylaws, the Bylaws may be amended by the affirmative vote or not less than a majority of the Members present at an Annual Members Meeting or a special meeting of the Members and the affirmative approval of a majority of the Board at a regular or special meeting of the Board. In the event of a conflict between the provisions of these Articles and the provisions of the Bylaws, the provisions of these Articles shall control.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of June, 2003.


DAREN A. SCHWARTZ

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me by DAREN A. SCHWARTZ this

20 day of June, 2003.


Notary Public, State of Florida



TOTAL P.05

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ACCEPTANCE OF RESIDENT AGENT

I HEREBY CERTIFY that I am a permanent resident of North Miami, Miami-Dade County, Florida, residing at the place indicated above, and I hereby accept the foregoing designation as Resident Agent of GRASSY KEY WATER SPORTS RENTALS, INC.


DAREN A. SCHWARTZ

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