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(Requestor's Name)

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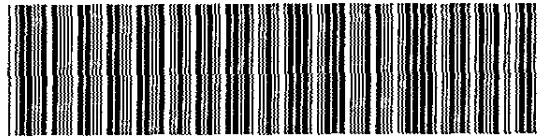
(Business Entity Name)

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**ROBERT H. DUCKWALL, P.A.**

ATTORNEY AT LAW

8191 COLLEGE PARKWAY, SUITE 300

FORT MYERS, FLORIDA 33919

BOARD CERTIFIED  
WILLS, TRUSTS AND ESTATES  
LL.M. IN TAXATION

TELEPHONE (239) 939-9800  
FACSIMILE (239) 939-6977

October 21, 2003

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: New corporation filing:  
**THE BOAT PLACE OF FORT MYERS, INC**

Dear Sir or Madam:

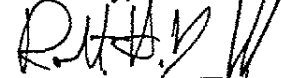
Enclosed, please find the following:

1. Original signed **Articles of Incorporation of THE BOAT PLACE OF FORT MYERS, INC.** (3 pages)
2. Copy of said Articles of Incorporation.
3. My check made payable to the Florida Department of State in the amount of Seventy Eight and 75/100 Dollars (\$78.75).

Please accept for filing the enclosed original signed Articles of Incorporation if everything is in order. Please then have the copy of the Articles of Incorporation certified and returned to me at your earliest convenience.

If you have any questions, please contact me by telephone.

Sincerely,



Robert H. Duckwall

RHD/bd  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**THE BOAT PLACE OF FORT MYERS, INC.**

The undersigned Incorporator, Raymond Filmore, Jr., for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation shall be **THE BOAT PLACE OF FORT MYERS, INC.**

**ARTICLE II**

The Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III**

The Corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV**

The aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is One Thousand (1,000). All such shares shall be of a single class designated as common. The consideration to be received by the Corporation for the issuance of its shares shall be set by its board of directors.

**ARTICLE V**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these Articles of Incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders

of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution. At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

#### **ARTICLE VI**

The bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

#### **ARTICLE VII**

The street address of the initial principal office of the Corporation is 16394 San Carlos Boulevard, Fort Myers, Florida 33908. The mailing address of the Corporation is 16394 San Carlos Boulevard, Fort Myers, Florida 33908.

#### **ARTICLE VIII**

The street address of the initial registered office of the Corporation is 16394 San Carlos Boulevard, Fort Myers, Florida 33908. The name of initial Registered Agent of the Corporation at that office is Raymond Filmore, Jr.

#### **ARTICLE VIX**

The number of directors of the Corporation shall be fixed by the bylaws of the Corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

Raymond Filmore, Jr.  
16394 San Carlos Boulevard  
Fort Myers, Florida 33908

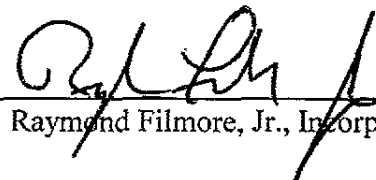
Eileen M. Filmore  
16394 San Carlos Boulevard  
Fort Myers, Florida 33908

**ARTICLE X**

The name and address of the Incorporator to these Articles of Incorporation are:

Raymond Filmore, Jr.  
16394 San Carlos Boulevard  
Fort Myers, Florida 33908

The undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 16<sup>th</sup> day of October, 2003.

  
Raymond Filmore, Jr., Incorporator

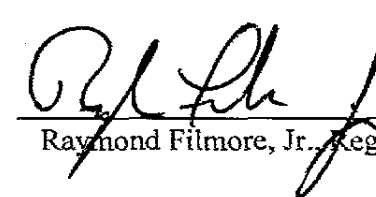
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First, that **THE BOAT PLACE OF FORT MYERS, INC.** desiring to organize under the laws of the State of Florida, has named Raymond Filmore, Jr. of 16394 San Carlos Boulevard, Fort Myers, Florida 33908, as its statutory Registered Agent.

Having been named as Registered Agent, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: October 16<sup>th</sup>, 2003

  
Raymond Filmore, Jr., Registered Agent

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