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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Oceans 3 Enterprises

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be:

Ocean's 3 Enterprises, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

536 Ricker Avenue
Santa Rosa Beach, FL 32459

**ARTICLE III
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be:

One Thousand Shares
One Dollar (\$1.00) par value

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent is:

Michael L. Weimorts, Esquire
Michael L. Weimorts, P.A.
4507 Furling Lane, Suite 209
Destin, Florida 32541

**ARTICLE V
INCORPORATOR**

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

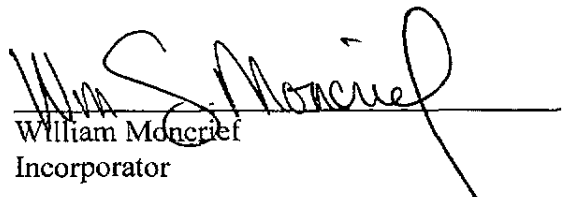
<u>Name</u>	<u>Address</u>
William Moncrief	536 Ricker Avenue Santa Rosa Beach, FL 32459

**ARTICLE VI
INITIAL DIRECTORS**

The names and street addresses of the Initial Directors of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
William Moncrief	536 Ricker Avenue Santa Rosa Beach, FL 32459
Brannon Janca	66 Redfish Circle Santa Rosa Beach, FL 32459
Jason Battley	66 Redfish Circle Santa Rosa Beach, FL 32459

The undersigned incorporator has executed these Articles of Incorporation this 9th day of January, 2004.



William Moncrief
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.051 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

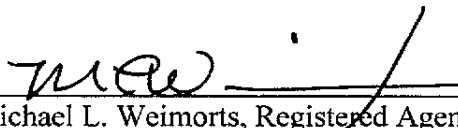
Ocean's 3 Enterprises, Inc.

2. The name and address of the registered agent and office is:

**Michael L. Weimorts, Esquire
Michael L. Weimorts, P.A.
4507 Furling Lane, Suite 209
Destin, Florida 32541**

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 this capacity. I further agree to comply with the provisions of all statutes relating 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 this 9th day of January, 2004.



Michael L. Weimorts, Registered Agent

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