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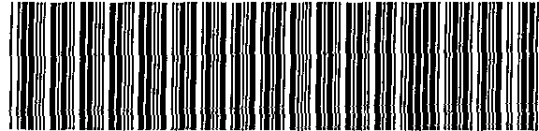
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓ S 3/12/04

JOHN R. WEED.
ATTORNEY AT LAW

605 South Jefferson St.
Perry, Florida 32347
1-850-838-1773

March 5, 2004

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

Re: Articles of Incorporation

Dear Sir/Madam:

Enclosed is an Articles of Incorporation for a new corporation using the name Steinhatchee Boat Works, Incorporated. Please file this corporation and send the charter to:

John R. Weed
Attorney at Law
605 S. Jefferson St.
Perry, Florida 32347

Thank you for your consideration in this matter.

Sincerely,



John R. Weed

Enclosures
JRW/ck

ARTICLES OF INCORPORATION

We, the undersigned, hereby incorporate under Chapter 607, Florida Statutes, providing for the formation, liability, right, privileges and immunities of a closed corporation for profit.

ARTICLE I

The name of this corporation shall be: **STEINHATCHEE BOAT WORKS, INCORPORATED.**

ARTICLE II

PURPOSE: The corporation is formed for the following purposes:

(1) To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract, trade and deal in, sell, exchange, let lend, export, mortgage, pledge, deed in trust, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government, or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest and appurtenance thereof,

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including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidiaries, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(2) To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either, alone or in company with others.

(3) To promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

(4) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm association, or corporation, or any government or authority or subdivision or agency thereof.

(5) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Chapter 607, Florida Statutes, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations,

and in any part of the world.

The foregoing state of purposes shall be constructed as a statement of both purposes and powers, shall be liberally constructed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be constructed distributively as to limit in any manner the aforesaid general powers but are in furtherance of, and in addition to and not in limitation of the general powers.

ARTICLE III

CAPITAL STOCK: The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares without nominal or par value, all of which shall be common stock and shall be fully paid and non-assessable. A just valuation shall be fixed by the stockholders at a meeting called for that purpose.

ARTICLE IV

AMOUNT OF CAPITAL TO BEGIN BUSINESS: The amount of capital with which this corporation shall commence business is Five Hundred (\$500.00) Dollars.

ARTICLE V

CORPORATE OFFICE: The initial address of the principal office of this corporation is:

Steinhatchee Boat Works, Incorporated
1127 Vaughn Avenue
Steinhatchee, Florida 32359

(Physical Location)

Steinhatchee Boat Works, Incorporated
Post Office Box 555
Steinhatchee, Florida 32359

ARTICLE VI

EXISTENCE: The corporation shall have perpetual existence under the laws of the State of Florida and shall commence business upon filing with the Secretary of State.

ARTICLE VII

REGISTERED AGENT: The name and address of the registered agent of the corporation is :

Charles Vaughn, Sr.
1127 Vaughn Avenue
Steinhatchee, Florida 32359

ARTICLE VIII

DIRECTORS: This corporation shall have one director. The name and address of the first board of directors is:

Charles Vaughn, Sr.	Director
1127 Vaughn Avenue	
Steinhatchee, Florida 32359	

ARTICLE IX

STOCKHOLDERS: The name and address of the stockholders who shall act as officers of this corporation until successors are chosen are:

Charles Vaughn, Sr.	President/Vice President
1127 Vaughn Avenue	Treasurer/Secretary
Steinhatchee, Florida 32359	

ARTICLE X

OFFICERS: The corporation shall have such officers as many be determined by the Board of Directors. Initially, all offices shall be occupied by the following:

Charles Vaughn, Sr.
1127 Vaughn Avenue
Steinhatchee, Florida 32359

President/Vice President
Treasurer/Secretary

ARTICLE XI

SUBSCRIBERS: The name and address of the subscriber and the number of shares of stock held by said subscriber is:

Charles Vaughn, Sr.
1127 Vaughn Avenue
Steinhatchee, Florida 32359

One Hundred (100) Shares

IN WITNESS WHEREOF, I have set my hand and seal and acknowledged to be filed in the Office of the Secretary of State, the foregoing Articles of Incorporation on this 5th day of March, 2004.

Charles Vaughn, Sr.
CHARLES VAUGHN, SR.

STATE OF FLORIDA
COUNTY OF TAYLOR

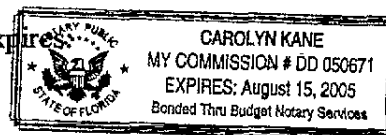
BEFORE ME the undersigned authority, the foregoing instrument was acknowledged on this 5th day of March, 2004, by CHARLES VAUGHN, SR., who is personally known to me or who has produced Driver's license as identification, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this date.

NOTARY PUBLIC

Carolyn Kane
Print Name: Carolyn Kane

State of Florida
My Commission Expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO chapter 48.091, Florida Statutes, STEINHATCHEE BOAT WORKS, INCORPORATED, desiring to organize under the laws of the State of Florida as a corporation for profit with its principal offices being located on 1127 Vaughn Avenue, Steinhatchee, Florida 32359 with its mailing address being P.O. Box 522, Steinhatchee, Florida 32359, has appointed Charles Vaughn, Sr., 1127 Vaughn Avenue, Steinhatchee, Florida 32359 as its agent to accept service of process within this state.

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate. I hereby accept and agree to said appointment and agree to comply with the provisions of the law relative to keeping said office open.



CHARLES VAUGHN, SR.