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From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
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FLORIDA PROFIT CORPORATION OR P.A.

Noah's Boathouse, Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NOAH'S BOATHOUSE, INC.**

ARTICLE I - NAME

The name of the corporation is Noah's Boathouse, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the Corporation is 1958 San Marco Boulevard, Jacksonville, Florida 32207.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue one thousand (1,000) shares of common stock, par value of \$0.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207, and the name of its initial registered agent at such address is Charles R. Curley, Jr., Esq.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of members of the initial Board of Directors of this Corporation shall be one (1) and the name and address of such person who is to serve as member thereof are: Miriam Bell, 1958 San Marco Boulevard, Jacksonville, Florida 32207.

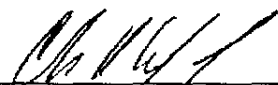
ARTICLE VI - INCORPORATOR

The name and address of the Incorporator are Charles R. Curley, Jr., Esq., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of May, 2004.



Charles R. Curley, Jr.
Incorporator

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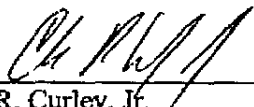
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the below named 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 Noah's Boathouse, Inc.
2. The name and address of the registered agent and office are Charles R. Curley, Jr., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

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.

May 20, 2004



Charles R. Curley, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA