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FILED
SECRETARY
DIVISION
04 JUL 23 PM 2:22

LAW OFFICES
MARK H. SHORE, P.A.
TRIAL PRACTICE

320 SOUTHEAST NINTH STREET
FORT LAUDERDALE, FLORIDA 33316

BROWARD (954) 523-0005
FAX (954) 523-7474

July 21, 2004

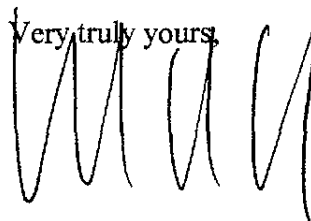
Secretary of State
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: The Aquatic Center of Pier 66, Inc.

Dear Madam/Sir:

Enclosed please find my client's Articles of Incorporation and a Trust check in the sum of \$78.75 covering the filing fee and Certificate of Status for the above matter. Please contact me should you have any questions or concerns.

Very truly yours,



MARK H. SHORE, ESQUIRE
For the Firm

04 JUL 23 PM 2:22
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MHS:brp
Enclosures

cc:
The Aquatic Center of Pier 66, Inc.

**ARTICLES OF INCORPORATION
OF
THE AQUATIC CENTER OF PIER 66, INC.**

ARTICLE I

The name of this corporation is THE AQUATIC CENTER OF PIER 66, INC. and its principal office is located at: 2301 SE 17th Street Causeway, Ft. Lauderdale, FL 33316.

ARTICLE II

DURATION

This corporation has perpetual existence unless otherwise specified in the Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including but not limited to the running of a commercial aquatic center.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue up to One Thousand shares of common stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 320 S.E. 9th Street, Fort Lauderdale, FL 33316, and the name of the initial Registered Agent of this corporation is MARK H. SHORE, ESQUIRE.

ARTICLE VI

04 JUL 23 PM 2:22
SECRETARY OF STATE
DIVISION OF CORPORATIONS

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) initially. The director is:

JAMES BATCHELOR, 2301 SE 17th Street Causeway, Ft. Lauderdale, FL 33316

ARTICLE VII

BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VIII

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE IX

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of execution and acknowledgment of these Articles. In the event that these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State.

ARTICLE X

CONSENT IN WRITING IN LIEU OF CORPORATE MEETING

Any action that may be taken at a meeting of the Stockholders of this corporation may be taken without a formal meeting, if consent in writing setting forth the action shall be signed by

all of the Shareholders of the Corporation and filed with the Department of State.

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meeting of the Board of Directors must be attended in fact in person by each Director.

ARTICLE XIII

AMENDMENT

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

ARTICLE XIV

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XV

INCORPORATION

The initial subscriber to this corporation is:

JAMES BATCHELOR, 2301 SE 17th Street Causeway, Ft. Lauderdale, FL 33316

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation on this 20 day of ^{July 20} ~~May~~ 2004.


JAMES BATCHELOR

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments, personally appeared JAMES BATCHELOR and known to me, and/or after identifying himself with his Florida Driver License # _____, he acknowledged before me that he executed the foregoing Articles of Incorporation as his act and deed.

SUBSCRIBED TO and SWORN before me this 20 day of ^{July} ~~May~~ 2004.


Notary Public

My Commission Expires:




Mark H. Shore
My Commission BD242808
Expires November 28, 2007

04 JUL 23 PM 2:22

SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for The Aquatic Center of Pier 66, Inc., a Florida corporation, at 320 S.E. 9th Street, Fort Lauderdale, FL 33316, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office for service of process.


MARK H. SHORE

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARK H. SHORE, to me well known, and known to me to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in

the State and County aforesaid this 5th day of May 2004


Notary Public

My Commission Expires:

