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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

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		LTD Partnership File
		Foreign Corp. File
		L.C. File
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		Trade/Service Mark
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		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert. Copy
		Photo Copy 5-3 221
		Certificate of Good Standing
		Certificate of Status
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ARTICLES OF INCORPORATION BLUE WATER RESORT PROPERTIES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is BLUE WATER RESORT PROPERTIES, INC.

ARTICLE II

The street address of the principal office of the Corporation is 11380 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410 and the mailing address of the principal office of the Corporation is 11380 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1,000, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is Law Offices of Philip H. Forbes, PL, 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida, 33410. The initial registered agent for the Corporation at that address is Philip H. Forbes, Esq.

ARTICLE V

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names Addresses

Michael Corey 11380 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410

Peter Tornaben

11380 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name

Address

Michael Corey

11380 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410

The undersigned incorporator has executed these articles of incorporation.

Michael Corey Incorporator

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BLUE WATER RESORT PROPERTIES, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Philip H. Forbes

Registered Agent

Date

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