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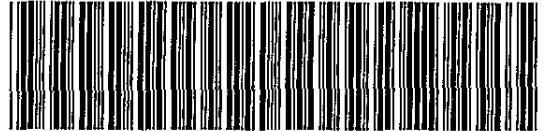
(Business Entity Name)

(Document Number)

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FILED
05 APR 20 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Hampton APR 25 2005

James T. Futch
6117 Higgins Avenue
Fort Myers, Florida 33905
239-464-1548

April 18, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Shallow Water Charters, Inc.

Dear Sirs:

Enclosed please find Articles of Incorporation and a Certificate Designating Registered Agent for the above corporation.

I respectfully request that these articles be filed. I have enclosed a check in the amount of \$122.50 for the filing fees and return of a certified copy of the Articles of Incorporation to the undersigned.

Should you have any questions, please do not hesitate to contact my office. Thank you for your assistance in this matter.

Respectfully,

James T. Futch

James T. Futch

Enclosure

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05 APR 20 PM 3:34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
SHALLOW WATER CHARTERS, INC.**

ARTICLE ONE

The name of this corporation is SHALLOW WATER CHARTERS, INC. and the mailing address of the corporation shall be 6117 Higgins Avenue, Fort Myers, Florida 33905.

ARTICLE TWO

The date of the commencement of corporate existence of the corporation shall be the date these Articles are filed with the Secretary of State.

ARTICLE THREE

The duration of the corporation is perpetual.

ARTICLE FOUR

The general purposes for which the corporation is organized are:

1. To engage in the business of community service.
2. To transact any other lawful business for which corporation may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00).

ARTICLE SIX

The street address of the initial registered office of the corporation is 6117 Higgins Avenue, Fort Myers, Florida 33905, and the name of the initial registered agent is James T. Futch.

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The names and addresses of the persons who are to serve as directors of the initial Board of Directors of the Corporation until the first election or until their duly elected successor is qualified and installed is:

JAMES T. FUTCH
6117 Higgins Avenue
Fort Myers, Florida 33905

ARTICLE EIGHT

The name and address of each incorporator is:

JAMES T. FUTCH
6117 Higgins Avenue
Fort Myers, FL 33901

ARTICLE NINE

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

EXECUTED by the undersigned in Fort Myers, Florida, this 18th day of April, 2005.



JAMES T. FUTCH

STATE OF FLORIDA

SS:

COUNTY OF LEE

BEFORE ME personally appeared JAMES T. FUTCH who is personally known to me or
who has produced _____ as identification and who did take an oath.

Danielle M. Lewis
NOTARY PUBLIC
(SEAL)



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - that SHALLOW WATER CHARTERS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Lee County, State of Florida, has named James T. Futch, of Fort Myers, Florida, as its agent to accept service of process within Florida.

SHALLOW WATER CHARTERS, INC.



JAMES T. FUTCH
Director

Dated: April 18, 2005

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

April 18, 2005
Date



JAMES T. FUTCH