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FLORIDA PROFIT CORPORATION OR P.A.

Lake June Marina, Inc.

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PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 4, 2005

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: LAKE JUNE MARINA, INC.
REF: W05000022511

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6965.

Dorine Martin
Document Specialist
New Filings Section

FAX Aud. #: H05000113044
Letter Number: 005A00031813

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
LAKE JUNE MARINA, INC.**

ARTICLE I. NAME

The name of the corporation is Lake June Marina, Inc. (the "Company").

ARTICLE II. MAILING ADDRESS

The current mailing address of the principal place of business of the Company is 2410 Sunset Drive, Tampa, Florida 33629.

ARTICLE III - TERM OF EXISTENCE

In accordance with section 607.0203(1), Florida Statutes, the existence of the Company shall commence on May 3, 2005, and shall thereafter be perpetual.

ARTICLE IV. - PURPOSE

The general nature of the business to be transacted by the Company shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares of all classes of capital stock that the Company shall have the authority to issue is 10,000 shares of common stock, par value \$.01 per share (the "Common Stock").

ARTICLE VI. REGISTERED AGENT AND INCORPORATOR

The street address of the Company's registered agent and incorporator is The Carriage House, Biglow-Helms Mansion, 4807 Bayshore Boulevard, Tampa, Florida 33611. The name of the registered agent and incorporator at that address is Claudia Medina Thomas, Esq..

ARTICLE VII. BOARD OF DIRECTORS

The Company shall have two (2) directors initially. The number of directors may be increased or decreased from time to time in accordance with the Company's Bylaws ("Bylaws"). The names and addresses of the initial directors of the Company are as follows:

Name

Lesley S. Bateman

Address

2410 Sunset Drive
Tampa, Florida 33629

Rick Bateman

2410 Sunset Drive
Tampa, Florida 33629

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ARTICLE VIII. LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Company or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Company or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives improper personal benefit. This Article VIII shall be read to authorize the limitation of liability to the fullest extent permitted under Florida law. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VIII shall adversely affect any right of or protection afforded to a director of the Company existing immediately prior to such repeal or modification.

ARTICLE IX. INDEMNIFICATION

The Company shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

ARTICLE X. AMENDMENT

Except as provided herein, these Articles of Incorporation may be altered, amended or repealed by the shareholders of the Company in accordance with Florida law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation pursuant to the laws of the State of Florida, on this 3rd day of May 2005.

By: 

CLAUDIA MEDINA THOMAS, ESQ.
INCORPORATOR

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as registered agent to accept service of process on behalf of Lake June Marina, Inc. at the place designated in Article VI of the Articles of Incorporation, 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 am familiar with and accept the duties and responsibilities as registered agent.

5/3/05
DATE


CLAUDIA MEDINA THOMAS, ESQ.

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