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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUN 9 2005

Bryan M. Thabit, CPA PA
541 N.E. 17th Street
Boca Raton, FL 33432
(561) 338-7603

MAY 31, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Incorporation – NIGHT FIGHTERS SWORDFISHING GUIDE, INC.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for **NIGHT FIGHTERS SWORDFISHING GUIDE, INC.**

The \$35.00 filing fee, together with the \$35.00 registered agent fee, are enclosed.

Thank you for your assistance in this matter.

Sincerely,



Bryan M. Thabit

Articles of Incorporation
OF
NIGHT FIGHTERS SWORDFISHING GUIDE, INC.

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TALLAHASSEE, FLORIDA

ARTICLE ONE
CORPORATE NAME

The name of the professional corporation shall be:

NIGHT FIGHTERS SWORDFISHING GUIDE, INC.

ARTICLE TWO
DURATION

The term of existence of the professional corporation is perpetual.

ARTICLE THREE
PURPOSE

The specific nature of the professional services to be rendered by this corporation shall be:

1. To carry on, pursuant to the laws of the State of Florida, the professional service of Sport Fishing Guide, except that the corporation shall not render professional services except through its officers, employees and agents who are authorized to render such professional services within and without the State of Florida;
2. To invest funds in real estate, mortgages, stocks and other types of Investments;
3. To own real or personal property necessary to the rendering of the professional services hereby authorized.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1000 shares, all of which shall be common shares with \$.10 value.

ARTICLE FIVE
PLACE OF BUSINESS

The street address of the principal place of business is:

2956 S.W. 22nd CIRCLE #1A
DELRAY BEACH, FL 33445

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **2956 S.W. 22nd CIRCLE #1A, DELRAY BEACH, FL 33445** and the initial registered agent at such address is **CAPT. J. STEWART GEMMELL**.

ARTICLE SEVEN
BOARD OF DIRECTORS

The number of members of the Board of directors may be changed from time to time as provided by the By-laws of the corporation as adopted by the stockholders; but, in no event shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT
INITIAL DIRECTORS

The initial Board of Directors shall consist of one (1) member who shall hold office until the first meeting of the corporation and whose name and address is as follows:

CAPT. J. STEWART GEMMELL
2956 S.W. 22nd CIRCLE #1A
DELRAY BEACH, FL 33445

ARTICLE NINE
INCORPORATORS

The name and address of each incorporator executing the Articles of Incorporation is as follows:

CAPT. J. STEWART GEMMELL
2956 S.W. 22nd CIRCLE #1A
DELRAY BEACH, FL 33445

ARTICLE TEN
COMMENCEMENT DATE

The corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the corporation by the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as incorporator of the corporation this 7 day of JUNE, 2004. 2005 *AM*

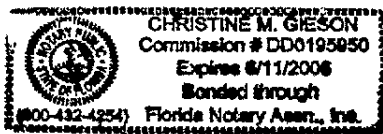
CAPT. J. STEWART GEMMELL

STATE OF FLORIDA:

COUNTY OF PALM BEACH:

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **CAPT. J. STEWART GEMMELL** to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, who produced a driver's license as identification, and who took an oath and acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal this 7 day of JUNE, 2004. 2005 *AM*



Notary Public
State of Florida

Christine M. Gieson

My Commission Expires: *6/11/2006*

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT
FOR SERVICE OF PROCESS**

The undersigned hereby designates **CAPT. J. STEWART GEMMELL** as its Registered Agent to accept service of process within this state.

Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned hereby accepts the foregoing designation as Registered Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

STATEMENT OF ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities of Registered Agent.

**CAPT. J. STEWART GEMMELL
2956 S.W. 22nd CIRCLE #1A
DELRAY BEACH, FL 33445**

CAPT. J. STEWART GEMMELL

Date

06/07/2005

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TALLAHASSEE, FLORIDA

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