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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# The Allison Firm

A Professional Association  
6803 Overseas Highway  
Marathon, Florida 33050

John R. Allison, III, Esq.

Florida Bar No. 135772

July 5, 2005

## Via UPS

Secretary of State  
State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation for Boat House Associates, Inc. and Boat House Operations, Inc.

Dear Sir/Madam:

I am enclosing are two duplicate originals of executed Articles of Incorporation for Boat House Associates, Inc. and Boat House Operations, Inc., Florida corporations, and my check in the amount of \$310.00 to cover the filing fee, registered agent designation and certified copy for each corporation.

A self-addressed return envelope is provided herewith. Thank you for your prompt attention to this matter.

Sincerely,



JOHN R. ALLISON, III

Enclosures as stated

ARTICLES OF INCORPORATION  
OF  
BOAT HOUSE ASSOCIATES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

BOAT HOUSE ASSOCIATES, INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 100 shares of \$5.00 Dollar par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the filing of these Articles with the Secretary of State, State of Florida.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

John R. Allison, III

Address of Registered Office

6803 Overseas Highway  
Marathon, Florida 33050

#### ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name

Address

John R. Allison, III

6803 Overseas Highway  
Marathon, Florida 33050

#### ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

#### ARTICLE VII

The Corporation shall have one (1) director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three (3) directors.

#### ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office

Mailing Address

6805 Overseas Highway  
Marathon, Florida 33050

6805 Overseas Highway  
Marathon, Florida 33050

#### ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE X

At each election for directors, each stockholder entitled to vote at such election shall have the right: to cumulate his votes by giving one candidate as many votes as the number of shares of stock then owned by such stockholder; or to distribute such votes on the same principal among any number of candidates.

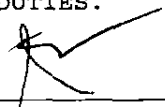
ARTICLE XI

In the event that authorized shares of stock of the Corporation are to be issued, each then existing stockholder shall have the right, from time to time and at any time, to purchase a fraction of the authorized stock being issued, the numerator of which shall be the number of shares of stock of the Corporation then owned by the said stockholder, and the denominator of which shall be the total number of shares of stock then owned by all stockholders. The purchase price for each share of stock shall be the price at which it is issued.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this 5th day of July, 2005, at Marathon, Florida.

  
\_\_\_\_\_  
JOHN R. ALLISON, III,  
Incorporator

JOHN R. ALLISON, III HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

  
\_\_\_\_\_  
JOHN R. ALLISON, III  
6803 Overseas Highway  
Marathon, Florida 33050  
Date 07/05/05