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(Requestor's Name)

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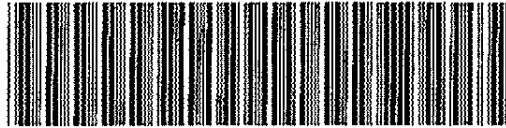
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
6/21

ATKIN LAW FIRM

Attorney at Law
P.O. Box 2856
Ft. Myers, FL 33902

(239) 337-4477

(Fax) (239) 337-5376

June 16, 2006

State of Florida
Department of State
Corporate Division
P. O. Box 6327
Tallahassee, Florida 32314

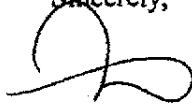
Re: Captain Tim's Charters and Delivery, Inc.

Gentlemen:

Enclosed are the original and one copy of Articles of Incorporation and the original Certificate Designating Registered Agent and Place of Business Domicile for the Service of Process Within Florida and Acceptance of Agent Upon Whom Process May be Served for the above company. Please file the originals and return a certified copy of the Articles to this office. A check in the amount of \$122.50 is enclosed.

Your cooperation in this matter is appreciated.

Sincerely,



Howard Atkin

HA/spe
Enclosure

**ARTICLES OF INCORPORATION
OF
CAPTAIN TIM'S CHARTERS AND DELIVERY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is CAPTAIN TIM'S CHARTERS AND DELIVERY, INC..

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of filing the Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - STOCK

This Corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder shall upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 4414 Lakeside Avenue North Fort Myers, FL 33903 and the name of the initial registered agent of this Corporation is Penny Vaught.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director and no more than five. The name and address of the initial Board of Directors of the corporation is:

Penny Vaught
4414 Lakeside Avenue
North Fort Myers, FL 33903

Tim Vaught
4414 Lakeside Avenue
North Fort Myers, FL 33903

ARTICLE VIII - INCORPORATORS

The name and address of the incorporator signing these Articles is Penny Vaught
4414 Lakeside Avenue, North Fort Myers, FL 33903.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment hereto, by a majority vote of the Board of Directors and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles on the

16 day of June 2006.

Penny Vaught
Penny Vaught

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County as set forth above, personally appeared Penny Vaught, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16 day of June, 2006.

Susan P. Escude (SEAL)
Notary Public

SUSAN P. ESCUDE
NOTARY PUBLIC - STATE OF FLORIDA
Official Seal COMMISSION # DD367517
EXPIRES 12/1/2008
BONDED THRU 1-BB6-NOTARY

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

In compliance with Sections 48.091 and 607.34, Florida Statutes, the following is submitted.

That Captain Tim's Charters and Delivery, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4414 Lakeside Avenue, North Fort Myers, FL 33903, has named Penny Vaught, located at 4414 Lakeside Avenue, North Fort Myers, FL 33903, as its agent to accept service of process within Florida.

DATED: 6/16, 2006.

Penny Vaught
Penny Vaught

Having been named to accept service of process for the above-named corporation, at the place designated on 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 performance of my duties.

Penny Vaught
Penny Vaught
Registered Agent

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TALLAHASSEE, FLORIDA