

**Electronic Articles of Incorporation
For**

P08000039050
FILED
April 17, 2008
Sec. Of State
jshivers

SPIRIT CRUISES OF THE PALM BEACHS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SPIRIT CRUISES OF THE PALM BEACHS, INC.

Article II

The principal place of business address:

631 US HIGHWAY ONE
403
NORTH PALM BEACH, FL. 33408

The mailing address of the corporation is:

631 US HIGHWAY ONE
403
NORTH PALM BEACH, FL. 33408

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

BERNARD G SYKES
631 US HIGHWAY ONE
403
NORTH PALM BEACH, FL. 33408

I certify that I am familiar with and accept the responsibilities of registered agent.

P08000039050
FILED
April 17, 2008
Sec. Of State
jshivers

Registered Agent Signature: BERNARD G. SYKES

Article VI

The name and address of the incorporator is:

BERNARD G. SYKES
631 US HIGHWAY ONE
403
NORTH PALM BEACH, FL. 33408

Incorporator Signature: BERNARD G.SYKES

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
BERNARD G SYKES
631 US HIGHWAY ONE #403
NORTH PALM BEACH, FL. 33408

Title: VP
BERNARD G SYKES
631 US HIGHWAY ONE #403
NORTH PALM BEACH, FL. 33408

Title: SEC
BERNARD G SYKES
631 US HIGHWAY ONE #403
NORTH PALM BEACH, FL. 33408

Title: TRES
BERNARD G SYKES
631 US HIGHWAY ONE #403
NORTH PALM BEACH, FL. 33408