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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1. Watersports International, Inc.
(Corporation Name) (Document #)

2. ______
(Corporation Name) (Document #)

3. ______
(Corporation Name) (Document #)

4. ______
(Corporation Name) (Document #)

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	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

[ ] Certificate of FICTICIOUS NAME

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[ ] CORP SEARCH

OTHER FILNGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
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	Reinstatement
	Trademark
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Examiner's Initials	

CR2E031(9/92)

ARTICLES OF INCORPORATION OF WATERSPORTS INTERNATIONAL, INC

1. The name of the corporation shall be WATERSPORTS INTERNATIONAL, INC.

2. The corporation shall have a perpetual existence.

3. The purpose of the company shall be to transact any or all lawful business for which corporations may be incorporated under the Florida Corporations Act.

4. The number of shares which the corporation shall have authority to issue shall be:

> 1000 shares of common stock having a par value of $ 1.00 (one dollar) per share.

5. The name of the registered agent is J. Robert Bethel, Esquire. The street address of the corporation's registered office shall be 43 Jean Lafitte Drive, Key Largo, Florida 33037.

6. The address of the corporation's principal office shall be 90800 Overseas Highway, MM 90.5, Second Floor, Tavernier, Florida 33070.

7. The stockholders shall have pre-emptive rights.

8. The name and address of the initial incorporator shall be J. Robert Bethel, Esquire, 43 Jean Lafitte Drive, Key Largo, Florida 33037.

9. There shall be four (4) directors constituting the initial board of directors, namely, Inga K. Berger, 13701 S.W. 78 Place, Miami, Florida 33158; Dennis E. Paschalis, 9724 S.W. 156 Court, Miami, Florida 33196; Scott Magowan, 7 Meridian Avenue, Key Largo, Florida 33037; and, Ed Wright, 136 Ocean Drive, Tavernier, Florida 33070.

J. Robert Bethel, of full age, being duly sworn according to law, upon his oath, deposes and says that he is the incorporator of WATERSPORTS INTERNATIONAL, Inc. and that the information provided is true to the best of his knowledge and belief.

J. Robert Bethel
____

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
WATERSPORTS INTERNATIONAL, INC.

I, J. ROBERT BETHEL, ESQUIRE, 43 Jean Lafitte, Key Largo, Florida, hereby accept the designation as registered agent for WATERSPORTS INTERNATIONAL, Inc.

AGREED this 8th day of February, 1995.

J. Robert Bethel
____

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