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2-3, 1995

Mr. Steven Godfrey
Corporate Specialist
Secretary of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, FL 32314

4000001406254
-02/14/95--01097--009
*****70.00 *****70.00

RE: Articles of Incorporation/Phillies Hudson Marina, Inc.

Dear Mr. Godfrey:

Enclosed for filing please find the original, executed Articles of Incorporation for Phillies Hudson Marina, Inc.

Also enclosed is our check in the amount of \$70.00 made payable to the Secretary of State for the filing fee (\$35.00) and the registered agent designation (\$35.00). I will not require a certified copy at this time, but please do forward to me a filed stamped copy.

Thank you for your help and cooperation.

Very truly yours,
M. KIEFER-ANNUNZIATO, P.A.



Maura Kiefer
MJK:mf
corp\104.davis

ENCL.

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 FEB 10 PM 3:01

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

PHILLIES HUDSON MARINA, INC.

THE UNDERSIGNED, ACTING AS INCORPORATORS OF A CORPORATION
UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPT THE
FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

Name and Address

The name of the corporation that satisfies F.S. Section
607.0401 and the physical and mailing address of the
principal office shall be:

PHILLIES HUDSON MARINA, INC.

25688 POWELL ROAD

BROOKSVILLE, FL 34602

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Commencement

The date and time of the commencement of the corporate existence
is the date of filing.

ARTICLE IV

Purpose

The purpose or purposes for which the corporation is organized
is: To engage in the transaction of any and all lawful businesses
for which corporations may be incorporated under the Florida
Business Corporation Act, and as amended.

ARTICLE V

Number of Shares

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

Ten-Thousand (10,000) Common Shares with no par value.

55 FEB 19 PM 3:01

ARTICLE VI

Registered Agent

The street address of the initial registered office is:

25688 POWELL ROAD, BROOKSVILLE, FL 34602

and the name of its initial registered agent at such address is:

RUTH DAVIS.

ARTICLE VII

INCORPORATOR

The name and address of each incorporator is: MAURA J. KIEFER,
Esq., 501 FIRST AVENUE N., SUITE 705, ST. PETERSBURG, FL 33701.

Acceptance by the Registered Agent as required in FS Section
607.0501(3):

RL DAVIS is familiar with and accepts the obligations provided
for in Section 607.325.

By: Ruth Davis
Ruth Davis

Dated: Feb. 7, 1995

By: Ruth Davis
Registered Agent,
Ruth Davis

Dated: Feb. 3, 1995

By: Maura Kiefer
Maura Kiefer,
Incorporator