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February 27, 1995

P95000017415

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: EXCELR8 WATER SPORTS, INC.

6010001419246
-03/02/95--01155--019
****122.50 ****122.50

Dear Sir/Madam:

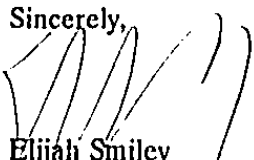
I am enclosing the original and a copy of proposed Articles of Incorporation for the new corporation to be known as EXCELR8 WATER SPORTS, INC., together with a check to the Secretary of State in the amount of \$122.50 for the following fees:

Filing Fee	\$35.00
Certification of Copy	\$52.50
Designation of Registered Agent	\$35.00
	<hr/>
	\$122.50

Please file these Articles of Incorporation and return a certified copy to me.

Thank you for your attention to this matter.

Sincerely,


Elijah Smiley
Attorney At Law

ES/nkg

Enclosures
As Stated

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EXCELR8
2/23/95
P95-17415

FILED
1995 MAR -2 11 8 15

ARTICLES OF INCORPORATION
OF
EXCELR8 WATER SPORTS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is EXCELR8 WATER SPORTS, INC.

ARTICLE II
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III
PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the hourly and daily renting of recreational beach equipment.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

FILED
JUL 15 1988
CLERK OF DISTRICT COURT
JUL 15 1988

**ARTICLE IV
CAPITALIZATION**

The aggregate number of share which the corporation is authorized to issued is 100 shares of common stock. Such share shall be of a single class, and shall have a par value of one Dollar (\$1.00) per share.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 9818 Beach Boulevard, Panama City Beach, Florida 32408 and the name of its initial registered agent at such address is Marian Horikawa-Barth.

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Barth	9818 Beach Boulevard Panama City Beach, FL 32408
Marian Horikawa-Barth	9818 Beach Boulevard Panama City Beach, FL 32408

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Barth	9818 Beach Boulevard Panama City Beach, FL 32408

**ARTICLE VIII
BYLAWS AND MANAGEMENT**

Provisions for the regulation of the internal affairs of the corporation and the method of elections of directors shall be stated in the by-laws.

**ARTICLE IX
I.R.C. SECTION 1244 STOCK**

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

**ARTICLE X
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XI
COMPENSATION OF DIRECTORS**

The shareholder of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XII
INDEMNIFICATION**

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.014, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

**ARTICLE XIII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation of any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XIV
VOTING RIGHTS**


Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE XV
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 at which it is offered to others.

EXECUTION CLAUSE AND SIGNATURES

In witness where, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this corporation have executed these Articles of Incorporation this 27th day of January, 1995.


CHRISTOPHER BARTH

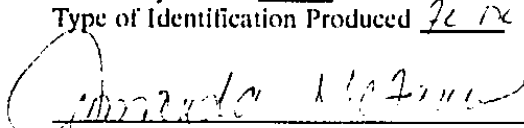
ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BAY

Before me personally appeared Christopher Barth known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 27th day of January, 1995.

Personally known _____ or
Type of Identification Produced DL


NOTARY PUBLIC



AMANDA MCFANN
My Commission CC208326
Expires Jun 29, 1997
Bonded by HAI
800 422 1555

**DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT**

In compliance with Section 607.0501 (3), Florida Statutes, the following is submitted first that EXCELR8 WATER SPORTS, INC. with its place of business at 9818 Beach Boulevard, Panama City Beach, Florida 32408, has named MARIAN HORIKAWA-BARTH located at 9818 Beach Boulevard, Panama City, Florida 32408, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE: *Marian Horikawa-Barth*

TITLE: _____

DATE 5/11/11

FILED
MAY 15 2011
CLERK OF DISTRICT COURT
PANAMA CITY, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501 (3) FLORIDA STATUTES.

SIGNATURE: *Marian Horikawa-Barth*

TITLE: Registered Agent

DATE: 5/11/11