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Harvey D. Rogers, Esq.

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 5327
Tallahassee, Florida 32314

April 24, 1995

RE: Sun Water Sports, Inc.

Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled Corporation, a copy of the same, my check in the amount of \$122.50 representing the filing fee, and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,

HARVEY D. ROGERS, ESQ.

HDR/nd

Enclosure

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**ARTICLES OF INCORPORATION
OF
SUN WATER SPORTS, INC.**

ARTICLE I

The name of this Corporation is: *SUN WATER SPORTS, INC.*

ARTICLE II

This Corporation is organized for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

ARTICLE III

This Corporation is authorized to issue 7,500 shares of common stock of ONE (\$ 1.00) DOLLAR par value. No other class of stock is authorized.

ARTICLE IV

The principal office, mailing address and the initial registered office of this Corporation is: 1401 S.W. 17th. Avenue Miami, Florida 33125-2322, and the name of the initial registered agent of this Corporation, at the above address is: *GLORIA L. RAMIREZ.*

ARTICLE V

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. However, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of

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a majority vote of the shareholders of this Corporation.

ARTICLE VI

This Corporation shall have One (1) Directors initially. The number of the Directors may be either increased or decreased from time to time by the By-Laws of the Corporation, but shall never be less than ONE (1). The names and addresses of the initial Board of Directors of this Corporation are:

NAME

ADDRESS

GLORIA L. RAMIREZ 1401 N.W. 17th. Avenue Miami, Florida 33125-2322.

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

NAME

ADDRESS

GLORIA L. RAMIREZ 1401 N.W. 17th. Avenue Miami, Florida 33125-2322.

ARTICLE VIII

The names and addresses of the initial Officers of this Corporation are:

NAME

ADDRESS

OFFICE

GLORIA L. RAMIREZ 1401 N.W. 17th. Avenue Miami, Florida 33125-2322.

ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

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ARTICLE X

The Corporation shall indemnify any and all Officers Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

ARTICLE XI

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any and all of the property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty one (51) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of April, 1995.

Gloria L. Ramirez
GLORIA L. RAMIREZ

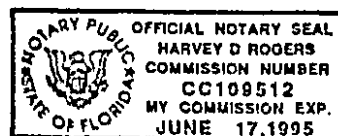
STATE OF FLORIDA }
 } S.S.
COUNTY OF DADE }

Sworn to and subscribed before me this 21st day of April, 1995, by: GLORIA L. RAMIREZ.

[Signature]
Notary Public - State of Florida

My Commission Expires On:

Personally Known: X OR Produced Identification: [Signature]
Identification Produced: _____



ACCEPTANCE AS RESIDENT AGENT

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that *SUN WATER SPORTS, INC.*, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named *GLORIA L. RAMIREZ*, as its resident agent for the Corporation which is located at: 1401 N.W. 17th. Avenue Miami, Dade County, Florida 33125-2322, as its agent to accept service of process within this State.

Gloria Ramirez
GLORIA L. RAMIREZ

Title: President

Dated: 4/21/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Gloria Ramirez
GLORIA L. RAMIREZ

Dated: 4/21/95

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