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Lisa A. Lovingood, P.A.

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2237 RIVERSIDE AVENUE
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June 5, 1995

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Secretary of State
Attn: New Filing
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: Tranquility Charters, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation of Tranquility Charters, Incorporated, along with our check in the amount of \$122.50, for the filing fee.

Please file same in accordance with your customary procedures. If you need further information, please do not hesitate to contact my office.

Very truly yours,


Lisa A. Lovingood

Signed in absence to avoid delay

LAL/rkg
Enclosure

DMC
6-14-95

Jana Sherrill
gave axes to
Correct the name.

FILED
95 JUN -9 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
TRANQUILITY CHARTERS, INC.

FILED

95 JUN -9 PM 12:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Tranquility Charters, Inc.

ARTICLE II

The general nature of the business or businesses to be transacted is to do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the corporation, and to transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida.

ARTICLE III

The principal office of this corporation will be at 14865 Plumosa Drive, Jacksonville Beach, Florida, 32250, or at such other address as may be determined by the board of directors.

ARTICLE VI

The maximum number of shares with par value that this corporation is authorized to have outstanding at any one time is 100 of the par value of \$20.00 each.

ARTICLE V

The street address of the initial registered office of this corporation is 2237 Riverside Drive, Jacksonville, Florida 32204, and the name of the initial registered agent of this corporation at that address is Lisa A. Lovingood, Esquire.

ARTICLE VI

The names and addresses of the members of the first board of directors, who shall hold office for the first year of the

existence of the corporation or until their successors are elected or appointed and have qualified are:

NAME

ADDRESS

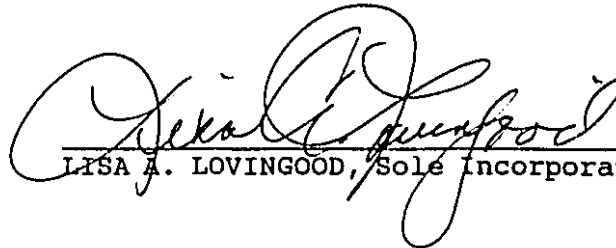
KENNETH BRYNTESON, PRESIDENT

LISA A. LOVINGOOD, VICE PRESIDENT

ARTICLE VII

I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these Articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 6th day of

June, 1995.


LISA A. LOVINGOOD, Sole Incorporator

CERTIFICATE NAMING AGENT WHOM PROCESS MAY BE SERVED

FILED

95 JUN -9 PM 12:02

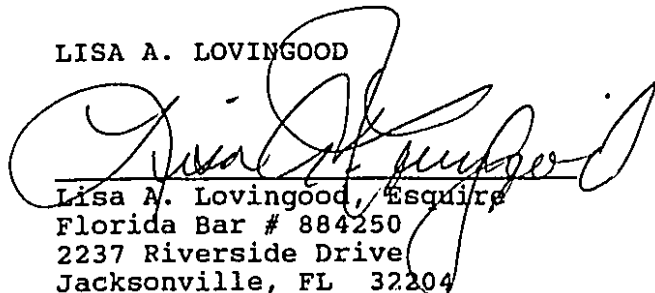
In compliance with Chapter 48.091, Florida Statutes, the
following is submitted.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That Tranquility Charters, Inc., a corporation duly organized and existing under the laws of the State of Florida, has named LISA A. LOVINGOOD, ESQUIRE, as its Registered Agent, located at 2237 Riverside Drive, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and 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 607.0502, Florida Statutes.

LISA A. LOVINGOOD



Lisa A. Lovingood, Esquire
Florida Bar # 884250
2237 Riverside Drive
Jacksonville, FL 32204
(904) 384-1355