

Jay W. Moreland, P.A.

Attorney At Law

8520 Government Drive, Suite 5
New Port Richey, FL 34654
(813) 847-2083
Fax (813) 842-2187

PP5000049919

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 26 1995

June 22, 1995

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

600001523316
-06/26/95--01076--010
***122.50 ***122.50

RE: CNR WATERCRAFT RENTALS, INC.

Dear Sir:

Enclosed please find original articles of incorporation regarding the above captioned matter. Also enclosed is our check in the amount of \$122.50 which represents the following:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00

Please file these Articles, certify them and return the certified copy to my office. If you have any questions or require any additional information, please call my office. Thank you in advance.

6/26/95
[Signature]

Sincerely,

Jay W. Moreland
JAY W. MORELAND
Attorney at Law

grt
Encs.

ARTICLES OF INCORPORATION
OF
CNR WATERCRAFT RENTALS, INC.

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the corporation shall be CNR WATERCRAFT RENTALS, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of filing these Articles.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which should be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each Shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal office and mailing address of the initial registered office of this Corporation is 8520 Government Dr., Suite 5, New Port Richey, Florida 34654. The name of the initial registered agent of this Corporation at that address is JAY W. MORELAND.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII - DIRECTOR NAMES AND ADDRESSES

The names and street addresses of the members of the first Board of Directors are as follows:

ZVONKO KUROLD - 8936 Parkside, Des Plaines, IL 60016

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TALLAHASSEE, FLORIDA
9:28

ARTICLE IX - INCORPORATOR

The name and address of the initial subscriber signing these Articles is as follows:

JAY W. MORELAND - 8520 Government Dr., Suite 5, New Port Richey, FL 34654

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - ADOPTION OF THE BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the President, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XII - AMENDMENT

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

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this initial day of June, 1995.

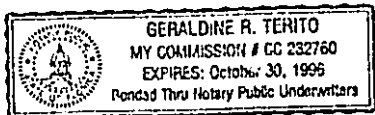
Jay W. Moreland
JAY W. MORELAND

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared, JAY W. MORELAND, who produced his driver's license as identification, and who being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed them for the purpose therein expressed.

WITNESS my hand and official seal in the above named County and State this initial day of June, 1995.

Geraldine R. Terito
GERALDINE R. TERITO
NOTARY PUBLIC, STATE OF FLORIDA



95 JUN 25 AM 9:23
SECRET
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted. CNR WATERCRAFT RENTALS, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 8520 Government Dr., Suite 5, New Port Richey, County of Pasco, State of Florida, and its business office at 40081 U.S. Highway 19 North, Tarpon Springs, County of Pinellas, State of Florida, has named JAY W. MORELAND as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 agree to comply with the provision of said Act relative to keeping open said office.

Jay W. Moreland
JAY W. MORELAND

Jay W. Moreland, P.A.
Attorney At Law

P95000049919

8520 Government Drive, Suite 5
Port St. John, FL 32054
(813) 847-0800
Fax (813) 847-2137

December 5, 1996

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

900002023879--7
-12/09/96--01067--003
*****35.00 *****35.00

RE: CNR WATERCRAFT RENTALS, INC.

Dear Sir:

Enclosed please find original articles of amendment regarding the above captioned matter. Also enclosed is our check in the amount of \$35.00 which represents the following:

Filing Fee

\$ 35.00

Please file these Articles of amendment, and return the stamped copy to my office. If you have any questions or require any additional information, please call my office. Thank you in advance.

Sincerely,

Jay W. Moreland
JAY W. MORELAND
Attorney at Law

FILED
96 DEC 30 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

grt
Encs.

SH/L



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1996

Jay W. Moreland, P.A.
8520 Government Dr.
Suite 5
New Port Richey, FL 34654

SUBJECT: CNR WATERCRAFT RENTALS, INC.
Ref. Number: P95000049919

We have received your document for CNR WATERCRAFT RENTALS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 396A00056098

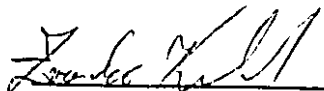
ARTICLES OF AMENDMENT
OF
CNR WATERCRAFT RENTALS, INC.

WHEREAS, by special meeting of the Board of Directors and Shareholders of CNR Watercraft Rentals, Inc., a Florida Corporation, it was unanimously resolved to amend Article IV - Capital Stock of the original Articles of Incorporation to henceforth read as follows:

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7000 shares of \$1.00 par value common stock, which should be designated "Common Shares".

The Board of Directors and Shareholders of this corporation were entitled to vote on the amendment, and they are one and the same person, which was sufficient for approval of the amendment.



ZVONKO KUROLD, Secretary
and Sole Shareholder

Dated this 2nd day of December, 1996.

Date of adoption: 12-2-96.

FILED
96 DEC 30 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA