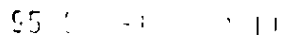


000679



RF REFNO E : 673.239 5642A

Patricia Pinto

ORDER DATE : September 1, 1995

500001576135

CUSTOMER NO: 5647A

16.30 North Federal Highway

Fort Lauderdale, FL 33305

DOMESTIC FILING

NAME: COCONUTS FLORIDA WATERSPORTS,  
INC.

XXX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
 PLAIN STAMPEL COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen M. Rozar

EXAMINER'S INITIALS:

100

SAS  
9/5/95

FILED  
75 DEC 1 1967

ARTICLES OF INCORPORATION  
OF  
COCONUTS FLORIDA WATERSPORTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

COCONUTS FLORIDA WATERSPORTS, INC.

The address of the principal office of this corporation shall be 4240 Galt Ocean Drive, Ft. Lauderdale, Florida 33308, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

W. Scott Fritzpatrick	4240 Galt Ocean Drive
Dir./Pres./Sec./Treas.	Ft. Lauderdale, Florida 33308

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company, on September 1, 1995.

CORPORATION SERVICE COMPANY

By:

Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation  
to transact business in this State, having a business office  
identical with the registered office of the corporation named  
above, and having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and accepts the  
obligations of the position of Registered Agent under Section  
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By:

Karen B. Rozar  
Its Agent, Karen B. Rozar

GMC/kbr

FILED  
SEP 1 1995  
CORPORATION SERVICE COMPANY

P 950000 67972



ACCOUNT NO. : 0721000000032

REFERENCE : 673239 5642A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 1, 1995

ORDER TIME : 4:09 PM

ORDER NO. : 673239

CUSTOMER NO: 5642A

CUSTOMER: Ms. Cindy L. Wilkinson  
Goldberg & Young, P.A.  
1630 North Federal Highway

Fort Lauderdale, FL 33305

CHANGE OF AGENT

NAME: COCONUTS FLORIDA WATERSPORTS,  
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

CONTACT PERSON: Carol M. Hensal

M. HENORICKS NOV - 2 1995

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Coconuts Florida Watersports, Inc.

1b. Date of incorporation 9-1-95 Document number P95000067972

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

Gregory J. Blodig

Greenspoon, Marder, Hirschfeld & Rafkin, 100 West Cypress Creek Rd., Suite 700  
Ft. Lauderdale, FL 33309

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

W. Scott Fitzpatrick  
SIGNATURE

DATE

W. Scott Fitzpatrick  
Typed or printed name and title  
W. Scott Fitzpatrick, President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]

(Registered Agent)

DATE 9-1-95

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314