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1201 HAYS STREET

TALLAHASSEE, FL 32311-2607

800-342-8086

904-222-9171

904-222-0300 FAX



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 185600 6469B

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

ORDER DATE : December 12, 1996

ORDER TIME : 10:07 AM

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ORDER NO. : 185600-005

CUSTOMER NO: 6469B

CUSTOMER: Stephen R. Looney, Esq
MAGUIRE VOORHIS & WELLS, P.A.

P. O. Box 633

Orlando, FL 32802

DOMESTIC FILING

NAME: FLORIDA COASTAL CRUISES, INC.

EFFECTIVE DATE: 12-11-96

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: DEC 12 1996

FILED

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

96 DEC 12 PM 1:01

RECEIVED

96 DEC 12 7:19:44

BSB

ARTICLES OF INCORPORATION
OF
FLORIDA COASTAL CRUISES, INC.

FILED
96 DEC 12 PM 1:01
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-11-96

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be FLORIDA COASTAL CRUISES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 822 Riverbend Boulevard, Longwood, Florida 32779.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 200 South Orange Avenue, Suite 3000, Orlando, Florida 32801. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that

address is Stephen R. Looney. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Stephen R. Looney	200 South Orange Avenue Suite 3000 Orlando, Florida 32801

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Ted Wyka	821 Riverbend Boulevard Longwood, Florida 32779

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

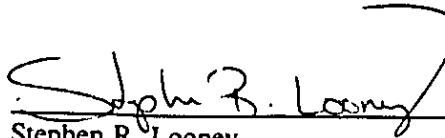
ARTICLE VIII - DATE OF EXISTENCE

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

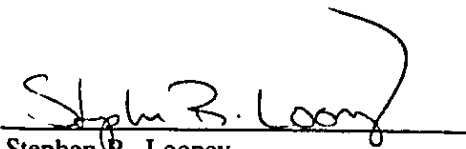
ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 11th day of December, 1996.


Stephen R. Looney (SEAL)

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: 

Stephen R. Looney

Date: December 11, 1996

FILED
96 DEC 12 PM 1:01
STATE
TALLAHASSEE, FLORIDA