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ATTORNEY AT LAW

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ALSO ADMITTED
IN TEXAS

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February 9, 1996

The Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/12/96--01046--014
*****78.75 *****78.75

RE: Ocean Racing Ventures of Tampa, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation of Ocean Racing Ventures of Tampa, Inc. (along with one copy). Also enclosed is my check made payable to the Secretary of State in the amount of \$78.75 to cover the filing of the Articles of Incorporation as well as a Certificate of Incorporation.

Please return a filed stamped copy of the Articles along with the Certificate of Status to the undersigned at P.O. Box 2022, Tampa, Florida 33601-2022.

If you have any questions, please do not hesitate to contact me.

Sincerely,


Leon A. Williamson, Jr.

/jmh

Dmc
2-16-96

Enclosures

FILED
96 FEB 12 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
OCEAN RACING VENTURES OF TAMPA, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Ocean Racing Ventures of Tampa, Inc.

ARTICLE II

The existence of the Corporation shall begin on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

The address of the principal office of the Corporation is 2308 W. Texas Avenue, Tampa, Florida 33629.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares which shall have a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2308 W. Texas Avenue, Tampa, Florida 33629. The initial registered agent for the Corporation at that address is Leon A. Williamson, Jr.

ARTICLE VI

The initial Board of Directors shall consist of one (1) member. The name and address of the individual who will serve on the initial Board of Directors is as follows:

Leon A. Williamson, Jr.
2308 W. Texas Avenue
Tampa, Florida 33629

The number of members of the Board of Directors may be increased or decreased by adoption of bylaws, and the number thereof may be increased or decreased from time to time by amendment thereto, however, there shall always be at least one member of the Board of Directors.

ARTICLE VII

The name and street address of the person signing these Articles of Incorporation is Leon A. Williamson, Jr., and his address is 2308 W. Texas Avenue, Tampa, Florida 33629.

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by applicable law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of February, 1996.


Leon A. Williamson, Jr.

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for Ocean Racing Ventures of Tampa, Inc. at the place designated in the Articles of Incorporation, the undersigned accepts said designation, and further being familiar with the obligations of that position pursuant to Florida Statutes Section 607.0501(3) accepts the obligations set forth in said Statute.

February 9, 1996
Date

Leon A. Williamson, Jr.
Leon A. Williamson, Jr.