

P960000 15789



Rose B. Wack

Secretary of State
Div. of Corporations
POB 6327
Tallahassee FL 32314

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-02/15/96--01030--007
****122.50 ****122.50

Inc. of Florida Vacations & Boating, Inc.

Ladies and Gentlemen:

Please find enclosed the Articles of Incorporation for
Florida Vacations & Boating, Inc.

and a check in the amount of \$122.50 to cover the costs.

Please, return the copy of the Articles to my P.O.Box 512
Lehigh Acres, FL 33970. Thank you.

Sincerely yours,

Rose Wack

SN FEB 19 1996

TALLAHASSEE, FLORIDA

56 FEB 15 PM 12:06

FILED

ARTICLES OF INCORPORATION

FILED
96 FEB 15 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. NAME

The name of the corporation is FLORIDA VACATIONS & BOATING, INC.

II. Duration

This corporation shall have perpetual existence commencing on the filing of these Articles with the secretary of State, State of Florida.

III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the state of Florida.

IV. CAPITAL STOCK

This corporation is authorized to issue (1,000)
Onethousand Shares, no par value

V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936 and the name of the initial registered agent of this corporation at that address is Sealco Group, Inc. Physical address of corporation is 904 Lee Blvd, STE 104, Lehigh Acres, FL 33936, Mailing: POB 512, Lehigh Acres, FL 33970

VI. INITIAL BOARD OF DIRECTORS

This corporation shall have onedirector initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is Ewald Richter, c/o 104 Lee Blvd, Suite 104, Lehigh Acres, FL 33936

VII. INCORPORATOR

The name and address of the person signing these Articles is:
Rose B. Wack, 904 Lee Blvd, Suite 104, Lohigh Acres, FL 33936

VIII. AMENDMENT

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

IX. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the board of Directors by means of conference telephone as provided by law.

X. ACTION BY DIRECTORS WITHOUT A MEETING

the Directors of this corporation may take action by written consent, as provided by law.

XI. INDEMNIFICATION

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

XII. By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of February 1996.

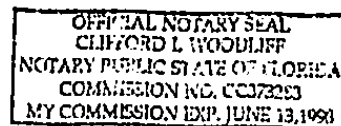
STATE OF FLORIDA
COUNTY OF LEE

Before me, a Notary Public, authorized to take acknowledgements in the state and county set forth above, personally appeared Rose B. Wack, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 12th day of February, 1996.



My commission expires:



STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served, and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

FLORIDA VACATIONS & BOATING, INC.

a corporation organized (or organizing) under the laws of the

State of Florida with its principal office at 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936

has named Sealco Group, Inc. 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936

as its agent to accept service of process within this state

ACCEPTANCE:

I agree as Resident Agent to accept Service of Florida Vacations & Boating, Inc. Process: to keep office open during prescribed hours for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

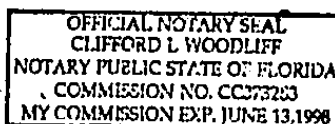
Sealco Group, Inc.
by: Rose Wack, CEO
& President

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 12th day of February, 1996.

Clifford L. Woodliff
Notary public

My commission expires:



FILED
96 FEB 15 PM 12:06
TALLAHASSEE, FLORIDA