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TRANSMITTAL LETTER

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

SUBJECT: Kingfisher of Destin, Incorporated

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 to cover the filing fee and certificate.

FROM: Donna Faye Mogill
POB 1822
Destin, FL 32540

Daytime phone: (904)837-5582

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 13 PM 12:44

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ARTICLES OF INCORPORATION
OF
KINGFISHER OF DESTIN, INCORPORATED

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We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to make contracts, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be Kingfisher of Destin, Incorporated.

ARTICLE II

General Nature of Business

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this corporation are:

A. To engage in the business of operating, booking and maintaining, under contract or otherwise, charter sportfishing trips; to acquire and sell vessels in association with fishing or any other lawful maritime enterprises; to hire, employ, and terminate personnel needed for the maintenance of the above-mentioned maritime purposes; and to conduct any other lawful business activity.

B. To conduct business in and have one or more offices in the State of Florida, and all other states and countries; and

generally to make and perform contracts of every kind and description for the purpose of exercising any of the powers of this corporation, to do and perform any other act or thing and to exercise any and all powers which a natural person could do or exercise; and which are now or which may hereafter be authorized by law; and, generally, to do and perform any and all things incident or necessary to the performance of any of the powers enumerated herein.

C. The foregoing provisions shall be construed as enumerating both objects and powers of this corporation, and it is hereby expressly provided that said enumerating of specific powers shall not in any way limit or restrict the general powers conferred by the laws of the State of Florida.

D. To do and perform all of the acts and things and to exercise all of the powers set out and enumerated in Chapter 607, Florida Statutes, and to exercise all other powers provided by law to be exercised by corporations.

ARTICLE III

Capital Stock

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE IV

Initial Capital

The amount of capital with which this corporation shall begin business is property or currency with a value of not less than Five

· Hundred Dollars (\$500.00).

ARTICLE V

Term of Existence

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

Address

The post office address of the principal office of this corporation in the State of Florida is Post Office Box 1822, Destin, Florida 32540. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

Directors and Officers

The names and post office addresses of the first Board of Directors, including the president and secretary-treasurer, all of whom shall hold office until the first election pursuant to the bylaws of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Donna Faye Megill	533 Kelly St., Destin, FL	President/Sec.- Treasurer/Director
Ronald M. Megill, Sr.	533 Kelly St., Destin	Vice President/ Director

The number of said directors shall be fixed by the Stockholders from time to time, but shall not be less than is provided for by law.

ARTICLE VIII

Incorporators

The name and post office address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Donna Faye McGill	533 Kelly St., Destin, FL	President/Sec.- Treasurer/Director
Ronald M. McGill, Sr.	533 Kelly St., Destin	Vice President/ Director

ARTICLE IX

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a vote of two-thirds (2/3) of the stock entitled to vote thereon.

ARTICLE X

Initial Registered Agent and Street Address

The name and address of the initial registered agent is Donna Faye McGill, 533 Kelly Street, Destin, FL 32541

IN WITNESS WHEREOF, the undersigned have subscribed their names and affixed their seals to these Articles of Incorporation this 11 day of MARCH, 1996.

James F. McGill (Soul)

Ronald M. McGill (Soul)

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

FILED STATE
SECRETARY OF CORPORATIONS
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Pursuant to Chapter 48.091, Florida Statutes, the following
submitted, in compliance with said Act:

First--That Kingfisher of Destin, Incorporated, desiring to
organize under the Laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation at City of
Destin, County of Okaloosa, State of Florida, has named, Donna
Faye Megill, located at 533 Kelly Street, City of Destin, County of
Okaloosa, State of Florida, as its principle agent to accept
service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process 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
provisions of said Act relative to keeping open said office.

Donna F. Megill
Resident Agent