CAPITAL CONNECTION, INC. 032 149

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417 E. Virginia St., Suite I, Tallahassee, Fl. 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 12, 1996

CAPITAL CONNECTION, INC. P O BOX 10349 TALLAHASSEE, FL 32302

SUBJECT: MOUNTAIN-N-SEA, INC. Ref. Number: W96000007947

We have received your document for MOUNTAIN-N-SEA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-8915.

Pamela Hail Document Specialist

Letter Number: 196A00016861

Corrected for Pan

ARTICLES OF INCORPORATION

96 APR 12 PM 1: 1.5

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

MOUNTAIN-N-SHA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation is. MOUNTAIN-N-SEA. INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. The purpose is for Yacht and Real Estate Management.

ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be One Thousand (1000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be Douald Pack, of Pack Johnson Financial Management, 305 S. Andrews Avenue, Suite 510, Fort Lauderdale, Florida 33301. The mitial street address of the principal office of the Corporation will be Meuntain-N-Sea, 830 S.E. 14th Street, Fort Lauderdale, Florida 33316. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the initial Board of Directors is:

President: George Williams Vice President: Sandrea Riggen

757 S.E. 17th Street #244

757 S.E. 17th Street #244

Fort Lauderdale, Florida 33316 Fort Lauderdale, Florida 33316

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Rhonda Hollander, Esq. 1861 N. Federal Highway, #191, Hollywood, Florida 33020.

ARTICLE IX: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this ______ day of April, 1996.

INCORPORATOR 96 APR 12 PH 1:45

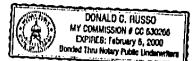
STATE OF FLORIDA

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COUNTY OF BROWARD

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BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Rhonda Hollander, Esq. as Incorporator, known to me and known to be the person who executed the following Articles of Incorporation who did not take an oath.



MY COMMISSION EXPIRES:

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

Mountain-N-Sea, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Donald Pack, of Pack Johnson Financial Management, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

REGISTERED AGENT