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J. NATHAN STOUT

Certified Public Accountant
403 Joan Avenue
Lehigh Acres, FL 33971

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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(Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
BOKEELIA CHARTER COMPANY**

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **BOKEELIA CHARTER COMPANY**. The principal place of business of the corporation is 403 Joan Avenue, Suite A, Lehigh Acres, Florida 33971. The mailing address of the corporation is 403 Joan Avenue, Suite A, Lehigh Acres, Florida 33971.

ARTICLE II - Commencement and Duration

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to the law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 100 shares of common stock at \$1.00 per value.

ARTICLE V - Special Provisions

The corporation thereby makes the Subchapter S and IRC 1244 elections.

ARTICLE VI - Stock Ownership

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her votes.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business affairs of the corporation shall initially be managed under the direction of, the board of directors of the corporation. There shall be one (1) initial directors as follows:

JOHN D. STOUT

403 Joan Avenue, Suite A
Lehigh Acres, Florida 33971

ARTICLE VIII - Officers

The initial officer(s) of the corporation shall be as follows:

JOHN D. STOUT

-President/Secretary/Treasurer

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XII - Amendment

The Articles of Incorporation may be amended at any time pursuant to the requirements of F.S. 607.177, et seq., at any regular meeting or at a special meeting called for that purpose.

ARTICLE XIII - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

JOHN D. STOUT

403 Joan Avenue, Suite A
Lehigh Acres, Florida 33971

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 403 Joan Avenue, Suite A, Lehigh Acres, Florida 33971, and the name of the initial registered agent of the corporation at that address is JOHN D. Stout.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 10th day of April, 1996.

JOHN D. STOUT

BY: John D. Stout
JOHN D. STOUT

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was subscribed to before me this 10th day of April, 1996, by JOHN D. STOUT, to me personally known (or who produced _____ as identification), who stated under oath that he is the person described in and who executed said instrument for the purpose therein expressed.

My Commission Expires:

7/7/97
Notary Stamp/Seal

Jeannette Ingersoll
Notary Public
Jeannette Ingersoll
Type or Print Notary Name
Notary Number: CC 300612

NOTARY PUBLIC STATE OF FLORIDA
JEANNETTE I. INGERSOLL
MY COMMISSION EXPIRES 7/7/97
COMMISSION NO. CC 300612

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

JOHN D. STOUT

John D. Stout
JOHN D. STOUT, President