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PALM BEACH, FL 33480-3000
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P91000055590



PREMIER HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 006104 9955A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : July 1, 1996

ORDER TIME : 10:08 AM

ORDER NO. : 006104

CUSTOMER NO: 9955A

CUSTOMER: Ms. Karolyn Sheekey
CHIUMENTO KATZ & GUNTARP,
P.A.
Suite B
4 Old Kings Road North
Palm Coast, FL 32137

700001880457

DOMESTIC FILING

NAME: WET BOTTOMS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

JM
7/1/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 PM 3:32

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 PM 3:32

ARTICLES OF INCORPORATION

of

WET BOTTOMS, INC.

The undersigned incorporators of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

WET BOTTOMS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is the rental of jet ski's and other recreational items; and to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such

stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street and mailing address of the initial principal office of this corporation in the State of Florida is 2491 N. Oceanshore Blvd., Beverly Beach, Florida 32136. The Board of Directors may, from time to time, move the principal office or mailing address to any other addresses in Florida.

ARTICLE VI. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Paul Sosenko	426 Lambert Avenue Flagler Beach, FL 32136

ARTICLE VIII. INCORPORATORS

The name and post office address of each incorporator of these

Articles of Incorporation is:

Name

Address

Paul Sosenko

426 Lambert Ave.
Flagler Beach, FL 32136

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Paul Sosenko, 2491 N. Oceanshore Blvd., Beverly Beach, Florida 32136, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at anytime in accordance with the provisions of Florida law.

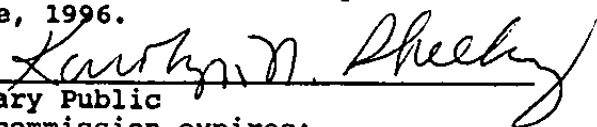


PAUL SOSENKO

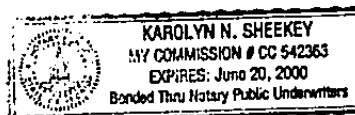
STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared PAUL SOSENKO, to me personally known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation. Declarant produced Fla. Drivers License as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 28 day of June, 1996.



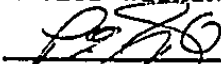
Notary Public
My commission expires:



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

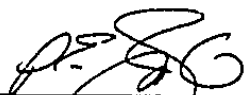
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT WET BOTTOMS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 2491 N. OCEANSHORE BLVD., BEVERLY BEACH,
FLORIDA 32136, HAS NAMED PAUL SOSENKO, 2491 N. OCEANSHORE BLVD.,
BEVERLY BEACH, STATE OF FLORIDA, 32136 AS ITS REGISTERED AGENT AND
OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



PAUL SOSENKO
DATE: June 18, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.



PAUL SOSENKO
REGISTERED AGENT
DATE: June 18, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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