

P96000055612



networks

ACCOUNT NO. : 072100000032

REFERENCE : 006166 10264A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 1, 1996

ORDER TIME : 10:35 AM

ORDER NO. : 006166

CUSTOMER NO: 10264A

CUSTOMER: John Fenniman, Esq
JOHN FENNIMAN, CHARTERED

735 Colorado Avenue

Stuart, FL 34994

100001880531
-07/01/96--01035--018
****131.25 ****131.25

DOMESTIC FILING

NAME: EXCLUSIVE OFFSHORE ADVENTURES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL - 1 PM 3:30

gf
7/1/96

JOHN FENNIMAN, CHARTERED

ATTORNEYS AT LAW
739 COLORADO AVENUE
P.O. BOX 2473
STUART, FLORIDA 34905

JOHN FENNIMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 PM 3:30

TELEPHONE
407-287-4300

June 28, 1996

VIA HAND DELIVERY

State of Florida
Secretary of State
The Capitol
Tallahassee, FL 32301

RE: Corporate filings

Gentlemen:

Enclosed for filing are the **Articles of Incorporation of Exclusive Offshore Adventures, Inc.**, together with a duplicate counterpart which we request that you certify and return together with a Certificate of Status of the newly formed corporation. Our firm's check payable to the Secretary of State in the amount of \$131.25 is enclosed for fees as follows:

Filing Fee w/Certified Copy	122.50
Certificate of Status	<u>8.75</u>
Total	<u>\$131.25</u>

Please deliver the certified copy of the Articles, together with the Certificate of Status to an agent for Corporation Information Services for return to our office.

Should you have any questions or need additional information, please contact the undersigned or Jan Fenniman at (407) 287-4300.

Sincerely,



John Fenniman

JF/jnr

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 PM 3:30

**ARTICLES OF INCORPORATION
OF
EXCLUSIVE OFFSHORE ADVENTURES, INC.**

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is **EXCLUSIVE OFFSHORE ADVENTURES, INC.**

ARTICLE II - DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

The purposes for which the corporation is organized are:

1. To act as a "seller of travel" through selling of vacation or tour packages.
2. To engage in any activity or business permitted under the laws of the United States or the State of Florida.
3. To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes and for the purpose of transacting any or all lawful business. The Corporation shall have all the enumerated powers set forth in the Florida Business Corporation Act and such other powers that are not forbidden by the Florida corporation laws or by other law or by these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

1. Number. The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of Capital Stock with no par value.
2. Initial Issue. 1,000 shares of the Capital Stock of the corporation shall be issued for a cash at value of \$0.01 per share.
3. Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.
4. Dividends. The holders of the outstanding capital stock shall be entitled to receive, when as and if declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.
5. No classes of stock. The shares of the corporation are not to be divided into classes.
6. No shares in series. The corporation is not authorized to issue shares in series.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the corporation is 106 Cutty Sark, 1850 SW Palm City Road, Stuart, Florida 34994, and the name of the initial registered agent at such address is Markus Hodel.

ARTICLE VI - BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members, who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and address of the persons who shall serve as directors until the first annual meeting of shareholders, or until his successor shall have been elected and qualified, is as follows:

Markus Hodel
106 Cutty Sark
1850 SW Palm City Road
Stuart, FL 34994

Brightie Hodel
106 Cutty Sark
1850 SW Palm City Road
Stuart, FL 34994

ARTICLE VIII - INCORPORATORS

The name and address of the initial incorporator is as follows:

MARKUS HODEL
106 Cutty Sark
1850 SW Palm City Road
Stuart, FL 34994

ARTICLE IX - SHAREHOLDER ACTION

An affirmative vote of three-fourths (3/4) of the shares of the corporation shall be required for any shareholder action.

ARTICLE X - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ARTICLE XI - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services, from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

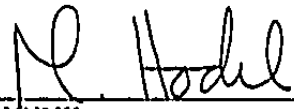
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -1 PM 3:30

ARTICLE XII - PRINCIPAL OFFICE

The address of the principal office is 4125 S.W. Martin Highway, Suite #6, Palm City, Florida 34990.

IN WITNESS WHEREOF, THE UNDERSIGNED has executed these Articles of Incorporation on the 28th day of June, 1996.




MARKUS HODEL

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to before me by MARKUS HODEL, Incorporator of EXCLUSIVE OFFSHORE ADVENTURES, INC., this 28 day of June, 1996.

(NOTARY SEAL)



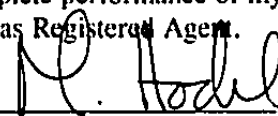
Notary Public
My Commission Expires:
My Commission Number:



JOHN H. FENNIMAN
Notary Public, State of Fla.
My Commission Expires
February 20, 1998
Comm. No. CC346054

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for this Corporation at the office designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.



MARKUS HODEL

Date: June 28th, 1996

P96000055612

EXCLUSIVE OFFSHORE ADVENTURES, INC.
P.O. Box 2461
PALM CITY, FL. 34991

City/State/Zip

Phone #

Office Use Only

FILED
97 MAY -5 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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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*****35.00 *****35.00

RA Chg.

V8 MAY 8 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1997

EXCLUSIVE OFFSHORE ADVENTURES, INC.
P.O. BOX 2461
PALM CITY, FL 34991

SUBJECT: EXCLUSIVE OFFSHORE ADVENTURES, INC.
Ref. Number: P96000055612

We have received your document for EXCLUSIVE OFFSHORE ADVENTURES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

The registered agent must sign accepting the designation.

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

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 197A00018038

RECEIVED

97 APR 18 AM 8:42

DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1997

EXCLUSIVE OFFSHORE ADVENTURES, INC.
P.O. BOX 2461
PALM CITY, FL 34991

SUBJECT: EXCLUSIVE OFFSHORE ADVENTURES, INC.
Ref. Number: P96000055612

We have received your document for EXCLUSIVE OFFSHORE ADVENTURES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent must sign accepting the designation.

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

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 097A00021137

RECEIVED

97 MAY -5 AM 8:56

DIVISION OF CORPORATIONS

Florida Department of State, Sandra H. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: EXCLUSIVE OFFSHORE ADVENTURES, INC.
2. The mailing address of the corporation is: P.O. Box 2461, PALM CITY, Florida
34991
3. Date of incorporation/qualification: July 1, 1996 Document number: P9600055612
4. The name and address of the current registered agent and office:

MARKUS K. HODEL

1850 SW PALM CITY ROAD, CUTTY SACK #106
STUART, Florida 34994

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

MARKUS K. HODEL

2205 SW GULL HARBOR LANE
PALM CITY, Florida 34990

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

M. Hodel, Pres.
(Signature of an officer, chairman or vice chairman of the board)

APRIL 16, 1997
(Date)

MARKUS K. HODEL - PRESIDENT
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

X M. Hodel
(Signature of Registered Agent)

5-1-97
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
97 MAY -5 AM 8:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Exclusive Offshore Adventures
P96000055612

CERTIFIED

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

Palm City, March 14, 1997

Re: Corporation Document Number P96000055612

Dear Sir
Dear Madam

Please note, that the street address of the Registered Office, as well as the address of the Principal Office of the Corporation has been changed to 2205 S.W. Gull Harbor Lane, Palm City, Florida 34990. The name of the Registered Agent at such address remains the same.

If you need any further information, please do not hesitate to contact us.

With kindest regards,

M. Hodel

Markus K. Hodel - Pres.

Exclusive Offshore Adventures Inc.
P.O. Box 2461, Palm City, Florida 34991 Tel: (561) 781-0717 Fax: (561) 781-0787
e-mail: offshore@gate.net

KS 3/8