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ORIGINAL

TRANSMITTAL LETTER

FILED

96 JUL -9 AM 8:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SEARCHED INDEXED
07/09/96-01141-016
131.25 131.25

SUBJECT: North Reef Charters, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: William J. Dalton
Name (printed or typed)

P.O. Box 6798, 210 South St.
Address

Ozona, Fl. 34660-6798
City, State & Zip

813-539-5586 / 813-784-3679
Daytime Telephone number

AK 7/11/96

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TAMPA, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the ~~Florida Business~~ Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

North Reef Charters, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Ozona, Fla - Inland Waterways and Gulf of Mexico
"Charter Fishing Boat"

mail to: P.O. Box 6798
210 South St.
Ozona, Fl. 34660-6798

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

William J. Dalton

P.O. Box 6798

210 South St

Ozona, Fl. 34660-6798

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

William J. Dalton
PO Box 6798
210 South ST.
Ozona, Fl. 34660-6798

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of July, 1996.

(An additional article must be added if an effective date is requested.)

William J. Dalton
Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE STATE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: North Reef Charters, Inc.

2. The name and address of the registered agent and office is:

William J. Dalton
(NAME)

P.O. Box 6798, 210 South St.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Ozona, FL 34660-6798
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

William J. Dalton
(SIGNATURE)

7/1/96
(DATE)