P96000064215

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(904) 222-9171
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CSC networks
Prentice Hall Legal & Financial Services

ACCOUNT NO. : 072100000032

REFERENCE : 038892 4352702

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 122.50

ORDER DATE : July 31, 1996

ORDER TIME : 3:21 PM

ORDER NO. : 038892

CUSTOMER NO: 4352702

800001910078

CUSTOMER: Danielle Piecowocki, Legal Asst
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: FAT CAT CRUISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 31 AM 9:45

EFFECTIVE DATE:

XX____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX______ CERTIFIED COPY
________ PLAIN STAMPED COPY
________ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS: CJ 8/1/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
FAT CAT CRUISES, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

FAT CAT CRUISES, INC.

2. Principal Office. The principal office of the Corporation is:

3112 Chase Circle
Sarasota, Florida 34231

3. Mailing Address. The mailing address of the Corporation is:

3112 Chase Circle
Sarasota, Florida 34231

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of $1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Daniel B. Alger, Jr.
3112 Chase Circle
Sarasota, Florida 34231

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DIVISION OF CORPORATIONS

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By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

7. Incorporators. The names and addresses of the incorporators of the Corporation are:

Daniel B. Alger, Jr.
3112 Chase Circle
Sarasota, Florida 34231

Sandra L. Alger
3112 Chase Circle
Sarasota, Florida 34231

Christopher V. Davis
4909 Nutmeg Avenue
Sarasota, Florida 34231

Theresa J. Davis
4909 Nutmeg Avenue
Sarasota, Florida 34231

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 30th day of June 1996.

Daniel B. Alger, Jr.
Incorporator and Registered Agent

Sandra L. Alger
Incorporator

Christopher V. Davis
Incorporator

Theresa J. Davis
Incorporator

JFL-165302