09600000018139 DECKER AND SMITH, P.A. ATTORNEYS AT LAW

JAMES G. DECKER BOARD CERTIFIED CIVIL TRIAL LAWYER EUGENE H. SHITH BOARD CERTIFIED CIVIL TRIAL LAWYER CERTIFIED CIRCUIT COURT MEDIATOR P.O. SOX 9206 FORT MYRRS, FLORIDA 33902-9206

2000 McGREGOR SOULEVARD, FIRST FLOOR FORT MYERG, FLORIDA 33901-3419

> (941) 332-6502 FAX (941) 332-1399

September 18, 1996

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Re: Honer Paradise Yacht Charters, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced corporation for filing with your office together with our check in the amount of \$122.50

Please accept the original of these Articles for filing, file them and return the copy to us with an indication on it of your office that the original has been filed and the date and time of filing. Then please return them to us in the enclosed Federal Express envelope.

Thank you very much for your kind attention to the foregoing.

Very truly yours

James G. Hecke

JGD:jm Enclosures

c/c - Dr. Steven E. Holberg

ARTICLES OF INCORPORATION

96 SEP 19 AN 8131

OF

HONER PARADISE YACHT CHARTERS, INC. TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is HONER PARADISE YACHT CHARTERS, INC.

ARTICLE II

The address of the principal office of the Corporation is
63 Barkley Circle, Suite 102, Fort Myers, Florida, 33907

ARTICLE III

The maximum number or shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is 63 Barkley Circle, Suite 102, Fort Myers, Florida, 33907. The initial registered agent for the Corporation at that address is Steven Eric Holberg.

ARTICLE V

The initial board of directors shall consist of two members. The names and addresses of the persons who will serve on the initial board of directors are:

Namo

Address

Steven Eric Holberg

63 Barkley Circle, Suito 102 Fort Myers, Florida, 33909

Ronald D. Gardner

9350 Riverwalk Park Boulevard Suite 3 Fort Myers, Flor'da, 33919

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation is:

Name

Address.

Steven Eric Holberg

63 Barkley Circle, Suite 102 Fort Myers, Florida, 33907

ARTICLE VII

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of September, 1996.

Steven Eric Hollerg

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for HONER

PARADISE YACHT CHARTERS, INC. at the place designated in the

Articles of Incorporation, the undersigned is familiar with and

accepts the obligations of that position pursuant to F.S.

Steven Eric Hollers