

P96000084400
FILED

Robert Snelgrove

22936 Greenview Terrace 96 OCT 14 AM 9:26
Boca Raton, Florida 33433

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 28, 1996

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

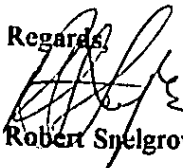
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-09/16/96--01021--002
****122.50 ****122.50

Gentlemen,

Enclosed please find a check in the amount of \$122.50 for the filing of the Articles of Incorporation of Palm Key International R.V. Marine, Inc..

Thank you for your immediate attention.

Regards,


Robert Snelgrove

W96-20051
W96-19435
PH
10/14/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 24, 1996

ROBERT SNELGROVE
22936 GREENVIEW TERRACE
BOCA RATON, FL 33433

SUBJECT: PALM KEY INTERNATIONAL R.V. MARINE, INC.
Ref. Number: W96000020051

We have received your document for PALM KEY INTERNATIONAL R.V. MARINE, INC. and your check(s) totaling \$122.50. 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 596A00043869

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96 OCT 14 AM 9:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Palm Key International R.V. Marine, Inc.**

THE undersigned, acting as incorporator of **Palm Key International R.V. Marine, Inc.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: **Palm Key International R.V. Marine, Inc.**

ARTICLE II. ADDRESS

The mailing address of the corporation is: 1801 S. Federal Highway, Delray Beach, Florida 33483

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 22936 Greenview Terrace, Boca Raton, Florida 33433 and the name of the corporations initial registered agent at that address is: Robert Snelgrove.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Name

Robert Snelgrove

Address

22936 Greenview Terrace
Boca Raton, Florida 33433

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Name

Robert Snelgrove

Address

1801 S. Federal Highway
Delray Beach, Florida 33483

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this agreement becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and not the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provisions in these Articles of Incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

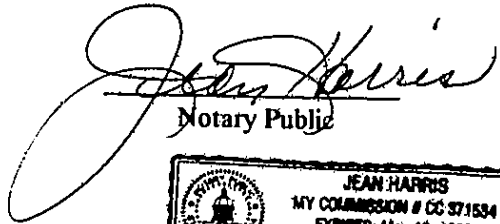
The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation the 6th day of SEPTEMBER 1996.

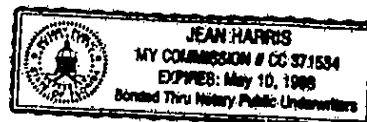

Robert Snelgrove
Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Brian Morgan, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 6th day of SEPTEMBER of 1996.


Notary Public



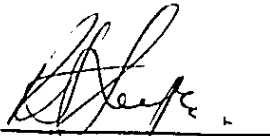
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WRITTEN WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

Pursuant to Chapter 46.091, Florida Statutes, the following is submitted:

That Palm Key International R.V. Marine, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, and named as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporations Act, and am familiar with, and accept, the obligations of that position.



Robert Snelgrove
Registered Agent

96 OCT 14 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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