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FLORIDA DIVISION OF CORPORATIONS
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NAME: BLUE WATER SPORTS, INC.
AUDIT NUMBER.....H96000015679
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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**ARTICLES OF INCORPORATION
OF
BLUE WATER SPORTS, INC.**

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

BLUE WATER SPORTS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares having a par value of **ONE DOLLAR** (1.00) per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is two (2). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:
**SANFORD M APPELMAN
22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433**

**JEFFREY S ZUCKERMAN
22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433**

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**SANFORD M APPELMAN
22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433**

These Articles of Incorporation (prepared By:
Richard W. Dean, P.A.
6363 N.W. 5 Way Suite 210
Ft. Lauderdale, FL 33309
(954) 776-1001
Florida Bar Number 362263

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:
SANFORD M APPELMAN
22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433

The undersigned has (have) executed these Articles of Incorporation this date: **OCTOBER 15, 1996**


SANFORD M APPELMAN, Incorporator

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the 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: **BLUE WATER SPORTS, INC.**
2. The name and address of the registered agent and office is: **SANFORD M APPELMAN**
22314 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433

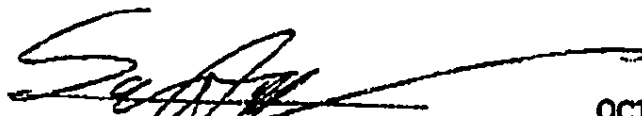
SIGNATURE
TITLE:


PRESIDENT

DATE: OCTOBER 15, 1996

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Having been named Registered Agent 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.


Registered Agent

OCTOBER 15, 1996
Date

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