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PREPARED BY  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 150813 10184A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 11, 1996

ORDER TIME : 12:40 PM

ORDER NO. : 150813-005

CUSTOMER NO: 10184A

CUSTOMER: Harold S. Eskin, Esq  
PATTERSON ESKIN & BALL

1201 Cape Coral Parkway

Cape Coral, FL 33904

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-11/12/96--01012--009  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: SEAWITCH OF CAPE CORAL, INC.

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: Carina L. Dunlap

EXAMINER'S INITIALS:

11.12.96  
KR

FILED  
96 NOV 12 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 NOV 12 PM 2:14  
OFFICE OF CLERK OF COURT

## ARTICLES OF INCORPORATION

THE UNDERSIGNED acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

### ARTICLE I: Name

The name of the corporation is: SEAWITCH OF CAPE CORAL, INC.,  
722 SE 47th Terrace, Cape Coral, FL 33904

### ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

### ARTICLE III: Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

### ARTICLE IV: Capital Stock

The amount of the total authorized stock of the corporation shall be 500 shares of common stock having a par value of \$1.00 per share fully paid and non assessable. Stock may be issued by cash, property, labor services or good will, as may be determined by the Board of Directors. There will only be one class of stock, common stock, issued with full voting powers. No other class of stock will be issued. There will be no preemptive rights for any stockholder.

### ARTICLE V: Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation are as follows:

IRENE LOW, 722 SE 47th Terrace, Cape Coral, FL 33904

### ARTICLE VI: Initial Board of Directors

The corporation shall have director initially. The number of directors may be either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial director(s) of this corporation are:

Name	Address
IRENE LOW	722 SE 47th Terr., Cape Coral, FL 33904

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ARTICLE VII: Initial Officers

Name	Address	Title-Office:
IRENE LOW	722 SE 47th Terrace Cape Coral, FL 33904	President, V.P., Sec., Treasurer

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation are:

Name	Address
IRENE LOW	722 SE 47th Terrace, Cape Coral, FL 33904

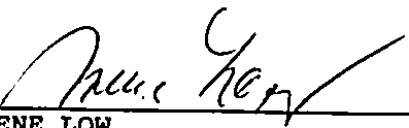
ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer of director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.

ARTICLE X: Amendment of Articles

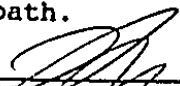
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 8 day of Nov, 1996,

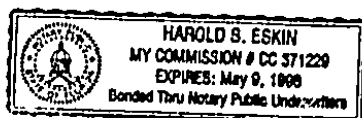
  
\_\_\_\_\_  
IRENE LOW

STATE OF FLORIDA  
COUNTY OF LEE

The Foregoing instrument was acknowledged and sworn to before me this 8 day of Nov 1996, by Irene Low who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



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

In compliance with Section 48.091, Florida Statutes, the  
following is submitted:

FIRST: That desiring to organize or qualify under the laws  
of the State of Florida with its principal place of business at 722  
SE 47th Terrace, the City of Cape Coral, State of Florida, has  
named IRENE LOW located at 722 SE 47th Terrace, Cape Coral, State  
of Florida, as its agent to accept service of process within  
Florida.

*Irene Low*  
Corporate Officer

*pres.*  
Title

*11. 8. 96*  
Date

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate, I  
hereby agree to act in this capacity, and I further agree to comply  
with the provisions of all statutes relative to the proper and  
complete performance of my duties.

*Irene Low*  
Registered Agent

*11. 8. 96*  
Date

corp\low.art

FILED  
96 NOV 12 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA