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CLIFFORD R. RHOADES  
KIMBERLY L. POOLE

CLIFFORD R. RHOADES, P.A.  
ATTORNEYS AT LAW  
227 NORTH RIDGEWOOD DRIVE  
SEBRING, FLORIDA 33870

November 5, 1996

FILED  
96 NOV -8 PM 3:40  
TELEPHONE (941) 385-0346  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

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-11/08/96--01001--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation of BIG DOCKS, INC.

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation as well as original Acceptance of Registered Agent for the above-referenced corporation. Enclosed is our firm's check in the amount of \$70.00 which represents the following fees:

Profit corporation filing fee	\$35.00
Registered Agent Designation	35.00

Also enclosed is a courtesy copy of the Articles and Acceptance, please date stamp them and return them to this office in the self-addressed, stamped envelope provided. If you should have any questions regarding the foregoing, kindly advise.

Very truly yours,

*Mary E. Gordon*  
Mary E. Gordon  
Legal Assistant

/meg  
Enclosures - as stated above

*26*  
*11-13-96*

ARTICLES OF INCORPORATION  
OF

BIG DOCKS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation is BIG DOCKS, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office is 113 Bimini St., N.E., Lake Placid, Florida 33852.

ARTICLE III - DURATION

The duration of the corporation shall be perpetual.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 8,000 shares of One Dollar (\$1.00) par value which shall be "Common Shares". All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE

The initial registered agent of the corporation is CLIFFORD R. RHOADES. The street address of the corporation's initial registered office is 227 N. Ridgewood Drive, Sebring, Florida 33870.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors. The number of directors may be either increased or decreased from time to time by the By-laws but shall never be less than one. The names and addresses of the initial Directors are as follows:

Name	Addresses
JAMES D. FERRELL	4104 Bogey Blvd., Sebring, FL 33872
DOUGLAS R. PIFER	113 Bimini St., N.E., Lake Placid, FL 33852

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XII - INCORPORATOR

The name and address of the incorporator of the corporation is CLIFFORD R. RHOADES, 227 N. Ridgewood Drive, Sebring, Florida 33870.

In Witness Whereof, the undersigned incorporator of said corporation has executed

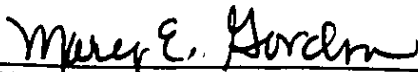
these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

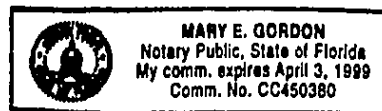
Dated: November 5, 1996

  
CLIFFORD R. RHOADES, Incorporator

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

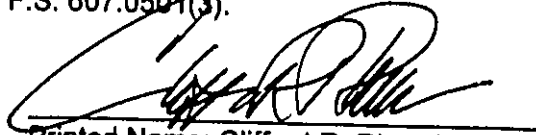
The foregoing instrument was acknowledged before me on this 5th day of November, 1996 by CLIFFORD R. RHOADES who is personally known to me and produced his driver's license as identification and did take an oath.

  
Notary Public - State of Florida  
Printed Name MARY E. GORDON  
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BIG DOCKS, 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. 607.0501(3).

  
Printed Name: Clifford R. Rhoades

Date: November 5, 1996

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