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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 179378 81034A

AUTHORIZATION :

COST LIMIT : *Patricia Pygott*

96 DEC -6 AM 10:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 6, 1996

ORDER TIME : 2:56 PM

ORDER NO. : 179378-005

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq  
MICHAEL WM. MEAD, ESQ

P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

300002022983--4

DOMESTIC FILING

NAME: KEY LIME BLUEWATER CORP.

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: Daniel W Leggett

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 DEC -6 PM 3:21  
DIVISION OF CORPORATION

*TH*  
*12-9-96*

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96 DEC -6 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

### KEY LIME BLUEWATER CORP.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

#### ARTICLE I.

##### Name

The name of this corporation is: KEY LIME BLUEWATER CORP.

#### ARTICLE II.

##### Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

#### ARTICLE III.

##### Term of Existence

The term of existence of the corporation shall be perpetual.

#### ARTICLE IV.

##### Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is FIVE

ARTICLE V.  
Address

The principal place of business of this corporation shall be 635 Birkdale Circle East, Niceville, Florida 32578, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.  
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.  
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.

<u>Name</u>	<u>Address</u>	<u>Office</u>
R.V. Schroeder	635 Birkdale Circle East Niceville, FL 32578	President & Treasurer
L.S. Miller, Jr.	630 Jerrells Avenue Fort Walton Beach, FL 32547	Vice President & Secretary

**ARTICLE IX.**  
**Subscribers**

The name and addresse of the subscriber of these Articles of Incorporation and the number of shares he agrees to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
R.V. Schroeder	635 Birkdale Circle East Niceville, FL 32578	1,000

**ARTICLE X.**  
**Registered Agent**

The Registered Agent of the corporation shall be: R.V. SCHROEDER, and the street address of the office, place of business or location for the service of process within this State shall be: 635 Birkdale Circle East, Niceville, Okaloosa County, Florida 32578.

IN WITNESS WHEREOF, the undersigned has hereunto executed these presents this 5<sup>th</sup> day of December, 1996.

  
R.V. SCHROEDER

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this

FILED  
96 DEC -6 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
DEPARTMENT OF STATE

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

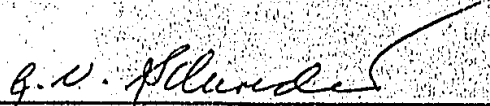
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

KEY LIME BLUEWATER CORP., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 635 Birkdale Circle East, Niceville, Florida 32578, has named R.V. SCHROEDER, located at 635 Birkdale Circle East, Niceville, Okaloosa County, Florida 32578 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
R.V. SCHROEDER