

P97000002524

TRANSMITTAL LETTER

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Blue Tortuga International, Inc.

000002047550--5
-01/07/97--01042--007
*****70.00 *****70.00

Enclosed is an **original and one (1) copy** of the Articles of Incorporation, Certificate of Designation of Registered Agent/Registered Office, and a check for:

\$70.00 Filing Fee

Please stamp with the filing date and return the enclosed copies of the articles and registered agent designation certificate.

FROM: Terry Ann Lynch
6930 N.W. 186th Street
315
Miami, FL 33015
(305) 557-8021

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -6 PM 12:52

as 1/10/97

Articles of Incorporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN -6 PM 12:52

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.

1. The name of the corporation shall be:

Blue Tortuga International, Inc.

2. The principal place of business and mailing address of this corporation shall be:

6930 N.W. 186th Street, # 315, Miami, Florida 33015

3. The corporation shall have the authority to issue 100,000 shares of common stock, with a par value of \$0.01 with identical rights and privileges, the transfer of which is restricted according to the Bylaws of the corporation.

4. The registered agent of the corporation is Terry Ann Lynch and the registered street address is 6930 N.W. 186th Street, # 315, Miami, Florida 33015.

5. The initial Board of Directors shall have 1 member(s) whose name(s) and address(es) is/are as follows:
Terry Ann Lynch, 6930 N.W. 186th Street, #315, Miami, Florida 33015

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Terry Ann Lynch whose street address is 6930 N.W. 186th Street, # 315, Miami, Florida 33015.

7. A director of the corporation shall not be liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, illegal actions.

The undersigned incorporator(s) has(have) executed Articles of Incorporation this ____ day of _____, 19____.


Incorporator

**CERTIFICATE OF DESIGNATION OF
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 Tortuga International, Inc.**
2. The name and address of the registered agent and office is:

**Terry Ann Lynch
6930 N.W. 186th Street
315
Miami, Florida 33015**

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Having been named as registered agent and to accept the 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.

Dated: January 1, 1997


Registered Agent