

TRANSMITTAL LETTER

State
on of
O. Box
allahass, FL 3314

SUBJECT: A PRIORITY FISHING CHARTERS, INC.
(proposed corporate name)

000002082730--9
-02/10/97--01076--001
*****75.00 *****75.00

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 75.00

FROM: JOHN P. IZZO & ASSOC., INC.

Name

180 NO. INDIANA AVENUE
Address

ENGLEWOOD, FLORIDA 34223
City, State, & Zip

(941) 475-7617
Telephone Number

97 FEB 10 PM 4:51
FILED
FEB 10 1997
FBI - MIAMI

Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION
OF
A PRIORITY FISHING CHARTERS 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

The name of the corporation shall be:

A PRIORITY FISHING CHARTERS INC.

ARTICLE II PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

**7589 Parrish Street
North Port, Florida 34287**

ARTICLE III CAPITAL STOCK

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

One Thousand (1000) Shares

ARTICLE IV INITIAL REGISTERED AGENT

The name and address of the initial registered agent shall be:

**John P. Izzo
180 No Indiana Avenue - Suite #5
Englewood, Florida 34223-2959**

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TALLAHASSEE FLORIDA

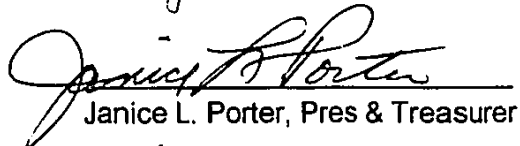
ARTICLE V INCORPORATORS

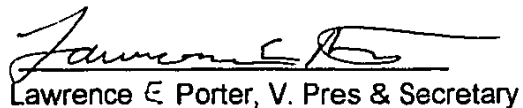
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

**Janice L. Porter
7589 Parrish Street
North Port, Florida 34287**

**Lawrence E. Porter
7589 Parrish Street
North Port, Florida 34287**

The undersigned has(have) executed these Articles of Incorporation this
30th day of January, 19 97.


Janice L. Porter, Pres & Treasurer


Lawrence E. Porter, V. Pres & Secretary

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.

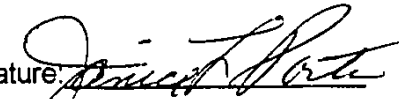
1. The name of the corporation is:

A Priority Fishing Charters Inc.

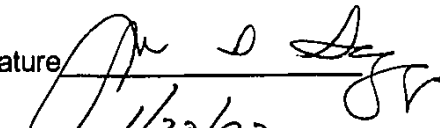
2. The name and address of the registered agent and office is:

John P. Izzo
180 No Indiana Avenue - Suite #5
Englewood, Florida 34223-2959

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STATE OF FLORIDA
TALLAHASSEE

Signature: 
Title: President
Date: 1.30.97

HAVING BEEN NAMED AS REGISTERED AGENT AND 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 
Date: 1/23/97

REGISTERED AGENT FILING FEE: \$ 35.00