

Tracy J. Thomas, P.A.

Attorney at Law

22107 Elmira Boulevard N.E. - Port Charlotte, Florida 33952

Telephone: (941) 627-2200 - Fax: (941) 627-9184

P97000022281

February 7, 1997

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

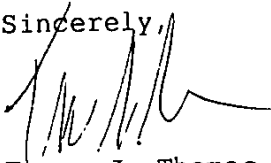
Re: Articles of Incorporation of SteamBoat Company, Inc.

To Whom It May Concern:

Enclosed for filing please find the original and one (1) copy of the Articles of Incorporation for **STEAMBOAT COMPANY, INC.**, along with a check in the amount \$70.00 for your filing fee. I would appreciate it, if you could please file at your earliest convenience. Thank you for your assistance in this matter.

If you require any additional information or have any questions regarding the enclosed documents, please do not hesitate to contact me.

Sincerely,



Tracy J. Thomas

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-02/11/97--01049--007

*****70.00 *****70.00

TJT:st
enclosures

FEB 12

BSB

9700 S.W.
Riverview Circle W97-3456
Arcadia FL

Tracy Thomas 33821
GAVE

SECRETARY
ALLOCATION BY PHONE TO

cc: B.A. street address

DATE 3/12/97

DOC. EXAM

BSB

FILED
97 MAR 11 AM 8:33
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 12, 1997

TRACY J. THOMAS, P.A.
22107 ELMIRA BLVD. N.E.
PORT CHARLOTTE, FL 33952

SUBJECT: STEAMBOAT COMPANY, INC.
Ref. Number: W97000003456

We have received your document for STEAMBOAT COMPANY, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00007433

Tracy J. Thomas, P.A.

Attorney at Law

22107 Elmira Boulevard N.E. - Port Charlotte, Florida 33952

Telephone: (941) 627-2200 - Fax: (941) 627-9184

March 6, 1997

Florida Department of Revenue
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Ref. No. W97000003456

To Whom it May Concern:

Enclosed within please find an original and on copy of the Articles of Incorporation. I have also enclosed a copy of the letter from the Division of Corporations explaining why the original Articles we sent were returned. If you need any additional information, please do not hesitate to contact me.

Sincerely,



Tracy J. Thomas

TJT:st
enclosures

ARTICLES OF INCORPORATION
OF
PUNTA GORDA RIVERBOAT TOURS, INC.

FILED

97 MAR 11 AM 8:34

I, the undersigned, DENNIS M. KIRK, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

I. NAME

The name of the corporation shall be PUNTA GORDA RIVERBOAT TOURS, INC.

II. PURPOSE

The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

III. GENERAL POWERS

The Association shall have the following powers:

(a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purpose contained in Article II above.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

(d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

(e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(f) To make contracts and guarantees and incur liabilities.

and of its obligations by mortgage or pledge of all or any of its property and income.

(g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

IV. DURATION

This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

V. REGISTERED OFFICE

The principal office and mailing address of the corporation is to be located at 9700 S.W. Riverview Circle, Arcadia, Florida 33821, Desoto County, Florida.

VI. MANAGEMENT

This corporation shall have one (1) director, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Vice-President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

VII. DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation are as follows:

DENNIS M. KIRK
Post Office Box 1223
Punta Gorda, Florida 33951.

VIII. OFFICERS

The Officers shall consist of four (4) offices. The names of the Officers are:

DENNIS M. KIRK	President
DENNIS M. KIRK	Vice President
DENNIS M. KIRK	Treasurer
DENNIS M. KIRK	Secretary.

These officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.

X. SHAREHOLDERS

The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, are as follows:

100 Shares to be held by DENNIS M. KIRK, Post Office Box 1223, Punta Gorda, Florida 33951.

XI. RESIDENT AGENT

The names and addresses of the resident agents of the corporation are:

DENNIS M. KIRK
9700 S.W. RIVERVIEW CIRCLE
ARCADIA, FL 33821

XII. BY-LAWS

The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 6th day of march, 1997.

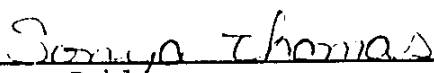


DENNIS M. KIRK

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared DENNIS M. KIRK, to me known to be the person described herein or who has produced as identification a Florida Drivers License and who did take an oath and executed the foregoing instrument and who acknowledged before me that he executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 6th day of march, 1997.



Notary Public

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

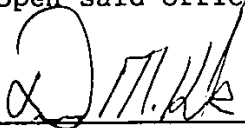
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First, that PUNTA GORDA RIVERBOAT TOURS, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at the City
of Punta Gorda, County of Charlotte, State of Florida, has named
DENNIS M. KIRK, located at 9700 S.W. RIVERVIEW CIRCLE, ARCADIA,
FLORIDA 33821 , City of Punta Gorda, County of Charlotte, State of
Florida, as its agent to accept service of process within this
state.

ACKNOWLEDGEMENT

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.

By


DENNIS M. KIRK, President/
Vice President/Treasurer/
Secretary

FILED
97 MAR 11 AM 8:34
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT