

PA 7000037826
TRANSMITTAL LETTER

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

SUBJECT: AMELIA HOUSE BED BREAKFAST & SPA, INC
(Proposed corporate name - must include suffix)

300002156603--6
-04/28/97--01080--013
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: BARRY W. CRONIN
Name (Printed or typed)

187 LAKEVIEW DRIVE #304
Address

FT LAUDERDALE FL 33326
City, State & Zip

(954) 389 5819
Daytime Telephone number

Dmc
4/28/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 APR 28 PM 4:00
FILED

NOTE: Please provide the original and one copy of the articles.

FILED

97 APR 28 PM 3:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

THE UNDERSIGNED, BEING A NATURAL PERSON, DOES HEREBY ACT AS 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 OF CORPORATION

THE NAME OF THE CORPORATION (HEREINAFTER CALLED THE CORPORATION) SHALL BE:

AMELIA HOUSE BED, BREAKFAST & SAIL, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

**222 NORTH 5TH STREET
FERNANDINA BEACH, FL 32034**

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

ONE HUNDRED SHARES OF COMMON STOCK

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

**BARRY W. CRONIN
187 LAKEVIEW DRIVE #204
FT. LAUDERDALE, FL 33326**

**ARTICLE V
INCORPORATOR(S)**

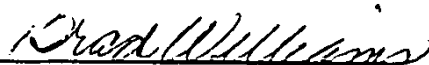
**THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO
THESE ARTICLES OF INCORPORATION IS(ARE):**

**BARRY W. CRONIN
187 LAKEVIEW DRIVE #204
FT. LAUDERDALE, FL 33326**

**BRAD WILLIAMS
1290 NW 78TH TERRACE
PLANTATION, FL 33322**

**THE UNDERSIGNED INCORPORATOR(S) HAS(HAVE) EXECUTED THESE ARTICLES
OF INCORPORATION THIS 24th DAY OF APRIL, 1997.**


SIGNATURE


SIGNATURE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 APR 28 PM 3:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 AMELIA HOUSE BEA, BREAKFAST
& SAIL, INC.

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

BARRY W. CROWIN
(NAME)

187 LAKEVIEW DRIVE #204
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FT. LAUDERDALE FL 33326
(CITY/STATE/ZIP)

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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

4/23/97
(DATE)