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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 28 AM 10:31

TRANSMITTAL LETTER

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

600002156986--2
-04/28/97--01113--004
****122.50 ****122.50

SUBJECT: Filing Articles of Incorporation

I enclose an original and 1 copy(ies) of the
Articles of Incorporation for the above corporation and a
check in the amount of \$ 122.50.

From: Joseph A. DeBoskey
Name
1209 United St.
Address
Key West, Fl. 33040
City State Zip
(305) 292-1958
Telephone Number

D. BROWN APR 29 1997

ARTICLES OF INCORPORATION
OF
A KEY WEST RACING & SAILING SCHOOL, INC.

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ARTICLE I NAME

The name of the corporation shall be:

A KEY WEST RACING & SAILING SCHOOL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

6810 FRONT ST.
DREAMCATCHER
KEY WEST, FL 33040

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE THOUSAND (5,000). Such shares shall be of a single class and shall have NO par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JOSEPH A DEBOSKEY
6810 FRONT ST.
DREAMCATCHER
KEY WEST, FL 33040

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JOSEPH A DEBOSKEY
1209 UNITED ST.
KEY WEST, FL 33040

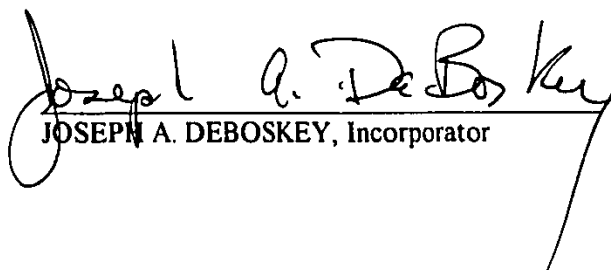
ARTICLE VI DIRECTOR

The corporation shall have ONE director. The name and address of the initial director of the corporation is :

JOSEPH A DEBOSKEY
1209 UNITED ST.
KEY WEST, FL 33040

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.

The undersigned has executed these Articles of Incorporation this 25 day of April 1997


JOSEPH A. DEBOSKEY, Incorporator

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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 KEY WEST RACING & SAILING SCHOOL, INC.

2. the name & address of the registered agent & office is:

JOSEPH A. DEBOSKEY
6810 FRONT ST.
DREAMCATCHER
KEY WEST, FL. 33040

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 am familiar with and accept the obligations of my position as registered agent.

DATED 04/25/97


REGISTERED AGENT