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ATTORNEYS & COUNSELORS  
660 EAST JEFFERSON STREET  
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TALLAHASSEE, FLORIDA 32302-3127

DOUGLAS A. MANG •  
CONNIE PECORI CREWS •  
WENDY RUSSELL WIENER  
ROBERT E. WOLFE, JR.  
• ALSO ADMITTED IN NEW YORK

(904) 222-7710  
FACSIMILE (904) 222-6019

October 8, 1997

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Capt. Larry's Cruises, Inc.

200002321402--4  
-10/16/97--01001--019  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for \$122.50 for the filing fee and certified copy from:

Clifford L. Armstrong  
Capt. Larry's Cruises, Inc.  
Post Office 164  
Panacea, Florida 32346  
(850) 349-2777

Sincerely,

*Douglas A. Mang*

Douglas A. Mang  
Registered Agent

FILED

97 OCT 15 PM 4:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

97 OCT 15 PM 4:00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*DAM*  
*10/16/97*

DAM/zc  
cc: Clifford L. Armstrong

**FILED**

**ARTICLES OF INCORPORATION**

97 OCT 15 PM 4:24

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CAPT. LARRY'S CRUISES, INC.**

The undersigned natural person, acting hereby as Incorporator for the purposes of forming a corporation for profit under the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **Capt. Larry's Cruises, Inc.**

**ARTICLE II**

The principal office of the corporation shall be located at:

**Post Office Box 164  
Panacea, Florida 32346**

**ARTICLE III**

The duration of the corporation shall be perpetual.

**ARTICLE IV**

The general purposes for which the corporation is organized are:

1. To engage in the business of providing guided boat tours and sightseeing tours.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

#### ARTICLE V

The aggregate number of shares which the Corporation is authorized to issue is 100 . Such shares shall be of a single class of common stock only, and shall have a par value of \$ .01 per share.

#### ARTICLE VI

The principal place of business for the Corporation shall be located at Post Office Box 164, Panacea, Florida, but the Corporation may establish and maintain its principal office at such other place within the State of Florida as may be determined by the Board of Directors.

The name and address of the registered agent is Douglas A. Mang, Esq., 660 East Jefferson Street, Tallahassee, Leon County, FL 32301.

#### ARTICLE VIII

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the person who is to serve as the initial Director is:

Clifford L. Armstrong

#### ARTICLE IX

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

#### ARTICLE X

The Corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation, and all rights conferred on shareholders are subject to this reservation. These articles may be amended prior to the issuance of shares of the Corporation by the approval or consent of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of Oct., 1997.

Douglas A. Mang  
DOUGLAS A. MANG, Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of October, 1997, by DOUGLAS MANG as Incorporator, and who did not take an oath.

X Personally known to me; or  
\_\_\_\_ Produced identification:  
\_\_\_\_\_

Zana Conliffe  
NOTARY PUBLIC

ZANA CONLIFFE  
Name Printed or Typed  
My Commission Expires: 5/9/98



ZANA CONLIFFE  
MY COMMISSION # CC370962 EXPIRES  
May 9, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

**FILED**

97 OCT 15 PM 4:24

Having been named to accept service of process for **Capt. Larry's Cruise, Inc.** at the place designated in the Articles of Incorporation, **Douglas A. Mang, Esq.**, agrees to act in this capacity; agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office; and is familiar with, and accepts the obligations provided for in, Section 607.0505 of the Florida Statutes.

DATE: 10/15/97

By: Douglas A. Mang  
Douglas A. Mang

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing Acceptance of Registered Agent was acknowledged before me this 15<sup>th</sup> day of October, 1997, by Douglas A. Mang, Esq. as Initial Registered Agent, and who did not take an oath.



ZANA CONLIFFE  
MY COMMISSION # 00370882 EXPIRES  
May 9, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

Zana Conliffe  
Notary Public

My Commission Expires: 5/9/98