

P 97000091437

SINGER AND ZANE, P.A.

NORTHPOINT CORPORATE CENTER
701 NORTHPOINT PARKWAY
SUITE 330

WEST PALM BEACH, FLORIDA 33407

JEFFREY R. ZANE *
MICHAEL S. SINGER, J.D., LL.M.

* MEMBER OF
FLORIDA & NEW YORK BAR

TELEPHONE (561) 471-1002
NATIONWIDE (800) 226-1484
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REPLY TO:
WEST PALM BEACH

MIAMI OFFICE

1870 MADRUGA AVENUE
PENTHOUSE ONE
CORAL GABLES, FLORIDA 33146
TELEPHONE (305) 662-7072
TELEFAX (305) 665-1229

October 20, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

700002326387--7
-10/22/97--01021--009
***122.50 ***122.50

Re: Ship Shape T.V., Inc.

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

Please return the certified copy to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,


Patti K. Babka,
Legal Assistant

Enclosures as Stated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 AM 9:25

10/24/97

ARTICLES OF INCORPORATION
OF
SHIP SHAPE T.V., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 AM 9:25

The undersigned, incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following articles of incorporation:

ARTICLE ONE

The name of this corporation is SHIP SHAPE T.V., INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific purpose of the corporation is to engage in operation of evaluating boats and marine related apparatus and utilize communications medium to inform public.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 500, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is 2208 Idlewild Road, Palm Beach Gardens, Florida 33418.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is JEFFREY P. ZANE, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is JEFFREY P. ZANE, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 One (1) director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
JOHN M. GREVISKIS	2208 Idlewild Road Palm Beach Gardens, FL 33418

ARTICLE EIGHT

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 20th day of October, 1997.

By Jeffrey P. Zane
JEFFREY P. ZANE
Incorporator

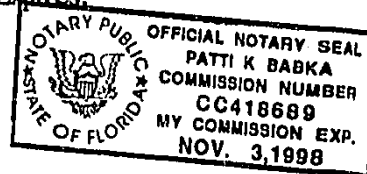
STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JEFFREY P. ZANE, to me known to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named County and State this 20th day of October, 1997.

Patti K. Babka
Notary Public

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
DEPARTMENT OF STATE
CORPORATIONS
97 OCT 22 AM 9:25

**Certificate Designating Place of Business or Domicile for the Service of Process
Within This State, Naming Agent Upon Whom Process May be Served and Names
and Addresses of the Officers and Trustees.**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

SHIP SHAPE T.V., INC., a corporation organized under the laws of the State of Florida, with its principal office at 2208 Idlewild Road, Palm Beach Gardens, Florida 33418, has named JEFFREY P. ZANE, ESQ., located at 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407, as its agent to accept service of process within this State.

OFFICERS

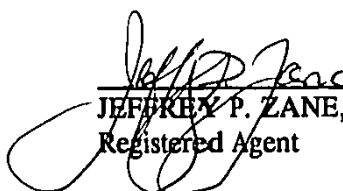
<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JOHN M. GREVISKIS	President	2208 Idlewild Road
	Vice President	Palm Beach Gardens, FL
	Secretary	33418
	Treasurer	

DIRECTORS

JOHN M. GREVISKIS	2208 Idlewild Road
	Palm Beach Gardens, FL 33418

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in the office as required by law.



JEFFREY P. ZANE,
Registered Agent