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M. JAY LANCER, P.A.

Attorney at Law

March 9, 1998

Mailing Address:
P.O. Box 49316
Sarasota, Florida 34230

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Sarasota, Florida 34236
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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Siesta Key Charters, Inc.

Dear Sir or Madam:

Enclosed herewith please find, in duplicate, Articles of Incorporation for the above-referenced corporation, together with the Designation and Acknowledgement of Registered Agent and our firm's check in the amount of \$122.50 to cover fees for filing the enclosure.

Upon filing the above corporation, please return to the undersigned the certified copy of the Articles of Incorporation.

Thank you for your cooperation in this matter.

Very truly yours,

M. Jay Lancer

MJL:po

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 11 AM 10:47

3-12-98
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ARTICLES OF INCORPORATION
OF

SIESTA KEY CHARTERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 11 AM 10:47

I, M. JAY LANCER, the undersigned subscriber of these Articles of Incorporation, a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: SIESTA KEY CHARTERS, INC.

(a) The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

(b) The general nature of the business to be transacted by this corporation is:

To participate in the fishing charter business and any other lawful business.

To do any or all of the things to the same extent as natural person might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any lawful business or acts.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Article, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having the par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting, except that stock issued pursuant to the provisions of Internal Revenue Code 1244 shall be issued only for money or other property (other than stock or securities).

ARTICLE IV

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal address of this corporation is to be at: 241 Cedar Park Circle, Sarasota, Florida 34242. The Board of Directors, stockholder or stockholders may from time to time designate such other street address and place for the principal office of this corporation as it may see fit.

ARTICLE VII

This corporation initially will have no directors. The corporation shall be managed by the stockholders of the corporation and shall be deemed a close corporation as defined by Florida Statutes, as now in effect or as may be amended from time to time. The By-Laws may be amended to provide for the corporation to be managed by a Board of Directors instead of the stockholders, of not less than one (1) person as provided in the By-Laws.

ARTICLE VIII

The name and street address of the subscriber to these Articles of Incorporation are as follow:

<u>NAME</u>	<u>ADDRESS</u>
M. Jay Lancer	1900 Ringling Blvd. Sarasota, FL 34236

ARTICLE IX

Pursuant to 607.164(h), Florida Statutes, the street address of the initial registered office of the Registered Agent is: 241 Cedar Park Circle, Sarasota, Florida 34242. The undersigned names Michael W. McNelis at the above address, as its Registered Agent to accept service of process within the State, and such person having been so named to accept said service, hereby agrees to act in said capacity.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal this 4th day of March, 1998 for the purpose of organizing and incorporating this corporation to do business both within and without the State of Florida, in pursuance of the Corporation Law of the State of Florida, do make and file in the office of the Secretary of State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

M. Jay Lancer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 11 AM 10:47

STATE OF FLORIDA

COUNTY OF SARASOTA

BEFORE ME personally appeared M. Jay Lancer to me personally known or who produced as identification _____ and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 7th day of March, 1998.



Notary Public
Patricia A. Olson
State of Florida
MY COMMISSION # CC384468 EXPIRES
August 7, 1998
BONDED THRU TROY PAIN INSURANCE, INC

Commission Expires:

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 607.164(h), Florida Statutes, the undersigned Richard Dube has been named as Registered Agent of SIESTA KEY CHARTERS, INC. to accept service of process within the State, and, having been so named to accept said service, hereby agrees to act in said capacity. The address of the registered agent is 241 Cedar Park Circle, Sarasota, Florida 34242.

Michael W. McNelis
Michael W. McNelis

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME personally appeared Michael W. McNelis to me personally known or who produced as identification _____ and who executed the foregoing Designation of Registered Agent and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 7th day of March, 1998.

Patricia A. Olson
Notary Public
State of Florida

My Commission Expires:



PATRICIA A. OLSON
MY COMMISSION # CC384469 EXPIRES
August 7, 1998
BONDED THRU TROY PAIN INSURANCE, INC