

P980000023516
PETER B. CAGLE, P.A.

6701 Sunset Drive, Suite 103
South Miami, Florida 33143
Phone: 305-666-8509
Fax: 305-661-5497

March 6, 1998

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-03/11/98-01069-013
****122.50 ****122.50

Florida Department of State
DIVISION OF CORPORATIONS
PO Box 6327
Tallahassee, FL 32314

Re: **BOATLIFT SERVICE OF SOUTH FLORIDA, INC.**
Our File No.: G-5752

To Whom It May Concern:

Enclosed please find the Certificate of Incorporation of BOATLIFT SERVICE OF SOUTH FLORIDA, INC. along with an extra copy to return certified, the Registered Agent Designation and Acceptance as well as the \$122.50 filing fee made payable to Secretary of State.

Thank you for your cooperation.

Yours very truly,


PETER B. CAGLE

PBC:gt

Enclosures

Pmc
3/12/98

FILED
98 MAR 11 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

FILED

OF

98 MAR 11 PM 12:21

BOATLIFT SERVICE OF SOUTH FLORIDA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, PETER B. CAGLE and GWENDELINA THOMAS hereby execute this instrument for the purpose of becoming incorporated under the laws of the State of Florida and do hereby adopt the following:

ARTICLES OF INCORPORATION

ARTICLE I

The name of the corporation shall be:

BOATLIFT SERVICE OF SOUTH FLORIDA, INC.

ARTICLE II

The general nature of the business of the corporation shall be to install, service and maintain boatlifts.

ARTICLE III

The maximum number of shares which the corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) per share, to be fully paid and non-assessable, and to be issued and sold for such consideration as may be fixed by the Board of Directors, but not less than the par value thereof, there shall be no preemptive rights.

ARTICLE IV

The amount of the capital with which this corporation shall begin is One Thousand and 00/100 (\$1,000.00) Dollars.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The principal/registered office will be 6701 Sunset Drive, Suite 103, South Miami, Florida 33143, and the registered agent at the same address shall be PETER B. CAGLE.

ARTICLE VII

The number of directors of this corporation shall not be less than two (2).

ARTICLE VIII

The names and post office addresses of the first Board of Directors, which shall consist of two (2) members who shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PETER B. CAGLE	6701 Sunset Drive, Suite 103 South Miami, Florida 33143
GWENDELINA THOMAS	6701 Sunset Avenue, Suite 103 South Miami, Florida 33143

All of said Directors are of full age and all of them are citizens of the United States.

ARTICLE IX

The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares of stock which agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
PETER B. CAGLE	6701 Sunset Drive, Suite 103 South Miami, Florida 33143	500
GWENDELINA THOMAS	6701 Sunset Drive, Suite 103 South Miami, Florida 33143	500

ARTICLE X

The names and post office addresses of the officers who shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
PETER B. CAGLE	President/Secretary	6701 Sunset Drive, Suite 103 South Miami, Florida 33143
GWENDELINA THOMAS	Vice-President Treasurer	6701 Sunset Drive, Suite 103 South Miami, Florida 33143

ARTICLE XI

The business of this corporation shall be conducted by its Board of Directors, the members of which shall be chosen at the annual meeting of the stockholders, and the following officers: a President; one or more Vice-Presidents; a Secretary and Treasurer, all of whom shall be chosen by the Board of Directors and shall hold their offices for one year or until their successors are elected and qualified. This corporation may also have such assistant secretaries and assistant treasurers, and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such term, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. No officer, except the President, need be a director of the corporation. Any person may hold two or more offices, except the President shall not also be the Secretary or an Assistant Secretary.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this Certificate of Incorporation this 6 day of March, 1998.


PETER B. CAGLE


GWENDELINA THOMAS

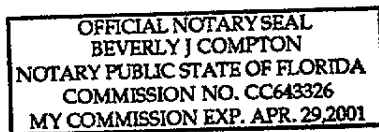
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I, BEVERLY J. COMPTON, a Notary Public in and for the State of Florida at Large, do hereby certify that on this day before me personally appeared PETER B. CAGLE and GWENDELINA THOMAS, each to me well known and known to me to be the persons who executed the foregoing Certificate of Incorporation, and they severally acknowledged that they signed and executed the same for the uses and purposes therein expressed and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of March, 1998.

(Seal)



Beverly J. Compton
By: BEVERLY J. COMPTON
NOTARY PUBLIC STATE OF
FLORIDA AT LARGE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
98 MAR 11 PM 12:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First --that **BOATLIFT SERVICE OF SOUTH FLORIDA, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Miami, County of Miami-Dade, State of Florida, has named PETER B. CAGLE, located at 6701 Sunset Drive, Suite 103, City of South Miami, County of Miami-Dade, State of Florida, as its agent to accept services or process within this state.

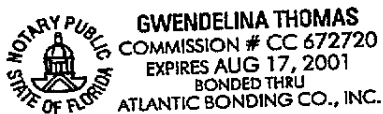
ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


By: PETER B. CAGLE

SWORN TO AND SUBSCRIBED before me this 6th day of March, 1998, by PETER B. CAGLE, who is personally known to me and who did not take an oath.

(Seal)




By: GWENDELINA THOMAS
NOTARY PUBLIC STATE OF
FLORIDA AT LARGE