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TRANSMITTAL LETTER
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

100002474791-6
-04/01/98-01031-009
****131.25 ****131.25

SUBJECT: Foxy Charters and Parties, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Merri L. Vosmera
Name (Printed or typed)

2861 Winners Circle Dr.
Address

Navarre, FL 32566
City, State & Zip

Merri Vosmera GAV (850) 452-3501 x 328 (850) 939-8816
Daytime Telephone number
AUTHORIZATION BY PHONE TO
CORRECT add accepted
DATE 4/5/98
DOC. EXAM. OK

~~498-1486~~
P. Hall APR - 3 1998

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
FOXXY CHARTERS AND PARTIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) hereby associate
themselves together for the purpose of forming a
corporation under and by virtue of the Laws of the State of
Florida, with and under the following Articles of
Incorporation.

ARTICLE I

The name of the corporation shall be ^{Foxy} Foxy Charters and
Parties, Inc. and its place of business shall be 2861 Winners
Circle, Navarre, Fl. 32566 or any other address that the Board of
Directors may from time to time designate.

ARTICLE II

The general nature of the business to be transacted by
this corporation shall be:

TO CHARTER CRUISES BY BOAT FOR VARIOUS TERMS OF DURATION
AND TO VARIOUS DESTINATIONS; TO ARRANGE FOR ENTERTAINMENT,
BOTH ON BOARD AND OFF OF VESSEL, OR VESSELS, FOR OWNERS AND
CLIENTS; TO PLAN AND COORDINATE ACTIVITIES, BOTH ON BOARD AND
OFF, FOR VARIOUS FUNCTIONS FOR THE ENTERTAINMENT AND PLEASURE
OF VARIOUS INDIVIDUALS AND GROUPS, NONE OF WHICH SHALL VIOLATE
ANY LOCAL, STATE OR FEDERAL LAWS; TO PROVIDE A SAFE
ENVIRONMENT AT ALL TIMES FOR THE BENEFIT OF THE MEMBERS OF
THIS CORPORATION AND THOSE PERSONS, BUSINESSES AND OTHER
INTERESTED PARTIES WHOM THIS BUSINESS SHALL FROM TIME TO TIME
CONTRACT TO DO BUSINESS WITH.

To take, buy purchase, exchange, hire, lease or otherwise
acquire real estate and property, either improved or
unimproved and any interest or right therein, and to own,
hold, control, maintain, manage and develop the same in any
state of the United States.

To purchase, exchange, hire or otherwise acquire such
personal property, chattels, rights, easements, permits,
privileges and franchises as may lawfully be purchased,
exchanged, hired or acquired under the General Corporation Law
of the State of Florida.

To sell, manage, improve, develop, assign, transfer,
convey, lease, sublease, pledge or otherwise alienate or
dispose of, and to mortgage or to otherwise encumber the
lands, buildings, real property, chattels, real and other
property of the company, real and personal, and wheresoever
situated, and any and all legal and equitable rights therein.

To transact the business of buying and selling, dealing in, leasing, renting and managing real estate and any interest therein for its own account as agent or broker, or upon commission.

To purchase, sell and manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or proper or useful in connection with the purchase, sale, ownership, construction, maintenance and management of real property.

To borrow money, with or without a pledge of or mortgage upon all or any of its property, real or personal, as security, and to loan and advance money upon mortgages or personal and real property or on either of them.

To buy, sell and deal in, with or without guaranty of payment thereof, bonds and mortgages and other like securities and other kinds of property whether real or personal, not prohibited or especially excepted by any law, and to do and prosecute any acts and things incident to or proper in connection with the carrying on of the business of this company.

To perform research studies, develop pro-formas, to offer consultation, based on expertise, to individuals, corporations, partnerships or any legal entity what-so-ever, either for a fee or goodwill, and to design, construct or otherwise develop promotion materials for the corporation or for any other legal entity or individuals.

To purchase, acquire, hold, sell, assign, and transfer, mortgage, pledge, and otherwise dispose of the shares of the capital stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon.

To purchase or otherwise acquire, undertake, carry on, improve and develop all of any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

To do all such acts and things as are conducive to the premises. And this corporation shall have the power to conduct its business in all its branches in the State of Florida and any other state of states of the United States and ultimately to hold, purchase, mortgage, lease, convey, manage and control, real and personal property therein as provided and

generally to do all acts and things and to exercise all the power now or hereafter authorized by law necessary to carry on the business of the said corporation, or to promote and of the objects for which the company is formed.

To distribute its income to corporations and any community chest, fund or foundation, organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, and no substantial part of the activities of which is carrying propaganda, or otherwise attempting to influence legislation.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes and in addition to any powers granted by the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock at the par value of \$.01 each; all of which capital stock shall be paid in cash.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be, and is the sum of ONE THOUSAND DOLLARS, (\$1,000).

ARTICLE V

The term for which said corporation shall exist shall be perpetual.

ARTICLE VI

The business and affairs of this corporation shall be managed by a Board of not less than ONE nor more than FIVE Directors, who shall be elected annually by the stockholders at the annual meeting to be held at its place of business in NAVARRE, FLORIDA during the month of each year after the corporation shall be fully authorized to commence business; and by a President, who shall be a Director, by a Vice-President and a Secretary and a Treasurer, and such other officers as may be designated in the By-laws of the corporation, who shall be elected by the Board of Directors, at the same place, on the same day, and immediately after said Board of Directors shall be elected by the stockholder(s);

provided that the office of Secretary and Treasurer may be combined in one and the same person.

ARTICLE VII

The principal place of business of the corporation shall be 2861 WINNERS CIRCLE DR., NAVARRE, FL., 32566.

ARTICLE VIII

Until the directors elected at the first annual meeting of the stockholders and the officers elected at the first annual meeting of the directors shall be qualified, the business of the corporation shall be conducted by the following named directors:

Merri L. Vosmera, 2861 Winners Circle Dr., Navarre, Fl 32566

and by the following named officers:

Merri L. Vosmera, President-Secretary/Treasurer, 2861 Winners Circle Dr., Navarre, Fl 32566.

ARTICLE IX

The names and post office address of the subscribers and the number of shares subscribed by each are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Merri L. Vosmera,	2861 Winners Circle Dr.,	666,667
	NAVARRE, FL 32566	

IN WITNESS WHEREOF, I/we, the undersigned subscribing incorporator(s) have hereunto set our hand(s) and seal(s) this the 31 day of March, 1998 for the purposes of forming this corporation under the laws of the State of Florida, and I/we hereby make and file in the office of the Secretary of State of Florida, the Certificate of Incorporation, and certify that the facts herein stated are true.

Signed, sealed and delivered in the presence of.

Merri L. Vosmera

Principal/Incorporator/Registered Agent

1256-55261-551-0

Principal

Henry Hagadone

Witness

Witness



STATE OF FLORIDA
COUNTY OF Escambia

Before me the undersigned Notary Public in and for the State of Florida, at large, personally appeared and all to me well known and known to me to be the individual(s) described in and who executed the foregoing Articles of Incorporation of and each being duly sworn severally acknowledged that they executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 31 day of March, 1998.

Kenneth St. Clair, Notary Public.

My commission expires on Oct 19, 2007.

FILED
98 APR -1 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

First--That **FOXXY CHARTERS AND PARTIES, INC.**
(Name of Corporation)

desiring to organize under the laws of the State of Florida its principal office, as indicated in the articles of incorporation at City of Navarre, County of Santa Rosa, State of FLORIDA, has named Merri L. Vosmera, located at 2861 Winners Circle, City of Navarre, County of Santa Rosa, State of FLORIDA, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above state 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 said office.

BY: SEE SIGNATURE ON PAGE 4

Signature
(Resident Agent)