

THE LAW OFFICE OF  
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May 15, 1998 **P980000046012**

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-05/19/98-01060-013  
\*\*\*\*122.50 \*\*\*\*122.50

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

VIA OVERNIGHT MAIL

Re: Casual Waters, Inc.

Dear Sir or Madam:

Enclosed please find my check in the amount of one hundred twenty two dollars and fifty cents (\$122.50) for filing of the above referenced Articles of Incorporation. Please return a filed copy to me in the enclosed overnight mail envelope.

Please feel free to contact me if you have any questions.  
Thank you.

Very truly yours,

  
James B. Lyon

JBL:gc  
cc: Frank M. Zumpone

FILED  
98 MAY 19 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/15-21-98

ARTICLES OF INCORPORATION  
OF  
CASUAL WATERS, INC.

FILED  
98 MAY 19 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is CASUAL WATERS, INC.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of this Corporation shall be: 2801 Rock Island Road #105, Margate, Florida 33063.

ARTICLE III-PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2801 Rock Island Road #105, Margate, Florida 33063 and the name of the initial registered agent of this Corporation at that address is Frank M. Zumpone.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first annual meeting of the stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Frank M. Zumpone, 2801 Rock Island Road #105, Margate, Florida 33063

ARTICLE VII-INCORPORATOR

The name and address of the Incorporator signing these Articles is: Frank M. Zumpone, 2801 Rock Island Road #105, Margate, Florida 33063

ARTICLE VIII-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X-AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 15, 1998

  
Frank M. Zumpone, Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

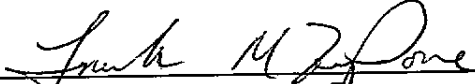
Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

CASUAL WATERS, INC.

2. The name and address of the registered agent and office is:

Frank M. Zumpone  
2801 Rock Island Road #105  
Margate, Florida 33063

  
Frank M. Zumpone, Incorporator

Date: May 15, 98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Frank M. Zumpone

DATE: May 15 98

FILED  
98 MAY 19 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA