



South Florida Electronic Services, Inc.

734 N.W. 141st Street

Miami, Florida

(305) 681-0039

P98000046722

State of Florida
Division of Corporations
PO Box 6327
409 East Gaines Street
Tallahassee, Florida 32314

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-05/21/98--01030--018
*****78.75 *****78.75

Re: New corporation

Gentlemen:

Enclosed are the Articles of Incorporation for:

THE BOAT STATION, INC.

A check in the amount of \$78.75 is enclosed for:

1. Filing fees
2. Resident Agent Registration
3. Certificate of Status

Please process. If you have any questions, please do not hesitate to phone.

Sincerely yours,

Beverly Abner

Beverly L. Abner
Managing Agent

BLA:ba
Enclosures

FILED
98 MAY 21 PM 12:58
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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5/21/98
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FILED
98 MAY 21 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE BOAT STATION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation

ARTICLE I

NAME

The name of the corporation is:
THE BOAT STATION, INC..

ARTICLE II

COMMENCEMENT AND DURATION

This corporation shall commence business on filing of these Articles. Its existence shall be perpetual.

ARTICLE III

PURPOSE

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

CAPITAL STOCK

The Corporation shall issue 100 shares with no Par Value.

ARTICLE V

PREEMPTIVE RIGHTS

Each Stockholder of the corporation shall have the right to purchase or subscribe for, at the par value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed, or by any Amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or,

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent, any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VI MANAGEMENT

This corporation shall have a Board of Directors, and all of the corporate powers shall be exercised by, and the business affairs of the corporation shall be managed under the direction of the Officers of the Corporation.

ARTICLE VII SPECIAL STOCKHOLDERS MEETINGS- CALL

Special meeting of the Stockholders may be called at any time for any purpose by an officer of the corporation or the holders of twenty (20%) percent of all outstanding shares.

ARTICLE VIII STOCKHOLDERS RIGHTS & RESERVATION OF POWER TO ADOPT, AMEND, AND REPEAL BY-LAWS

The power to make, alter or amend and repeal the by-laws of the corporation shall be reserved to the Stockholders of the corporation.

ARTICLE IX STOCK TRANSFERS- CORPORATIONS RIGHT OF FIRST REFUSAL

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder; shall be sent via Registered or Certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation

for a period of ninety (90) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the Executor, Administrator, or the Personal Representative of each Stockholder. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

“These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such Articles is on file at the principal office of the corporation.”

ARTICLE X

REGISTERED AGENT REGISTERED OFFICE

The street address of the initial principal- registered office of the corporation is

734 NW 141 STREET
MIAMI, FLORIDA 33168

The name and mailing address of the Registered Agent is:

BEVERLY ABNER
734 NW 141 STREET
MIAMI, FLORIDA 33168

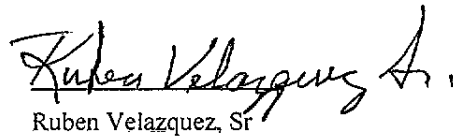
ARTICLE XI


The Name and addresses of the incorporators:

RUBEN VELAZQUEZ, JR
18760 SW 311 STREET
HOMESTEAD, FLORIDA 33030


Ruben Velazquez, Jr.

RUBEN VELAZQUEZ, SR
18760 SW 311 STREET
HOMESTEAD, FLORIDA 33030


Ruben Velazquez, Sr


BEVERLY ABNER
734 NW 141 STREET
MIAMI, FLORIDA 33168

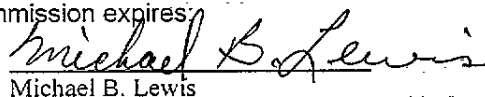
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me, the undersigned authority, on this 5th day of May, 1998
personally appeared, the above named incorporator, to me known to be the persons described in and who
signed the foregoing Articles of Incorporation and they acknowledged to me that that they executed the
same freely and voluntarily for the uses and purposes expressed therein.

Witness my hand and official seal the day and year first above written.

My commission expires:


Michael B. Lewis

Notary Public



MICHAEL B. LEWIS
COMMISSION # CC 695622
EXPIRES NOV 11, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
98 MAY 21 PM 12:58
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION of REGISTERED AGENT

I, Beverly Abner,, having been named to accept service of process for the above named corporation, at the place designated in the certificate, accept the office of Registered Agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes. I am located at

734 NW 141 Street
Miami, Florida 33168

Beverly Abner
(Signature)

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Sworn to and subscribed before me
this 15 day of May, 1998

Michael B. Lewis

Notary Public, State of Florida

My commission expires:

(seal)



MICHAEL B. LEWIS
COMMISSION # CC 695622
EXPIRES NOV 11, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.