

P98000063674



ACCOUNT NO. : 072100000032

REFERENCE : 896724 148904A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 20, 1998

ORDER TIME : 10:33 AM

ORDER NO. : 896724-005

CUSTOMER NO: 148904A

CUSTOMER: Mr. Dennis L. Reeber
REEBER & LIVIGNE ASSOCIATES,
INC.
2185 N. Powerline Road, S.W.

400002592744--9
-07/20/98--01032-019
****122.50 ****122.50

Pompano Beach, FL 33069-1206

DOMESTIC FILING

NAME: NORTH ISLAND WATER SPORTS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 20 PM 3:18

98 JUL 20 AM 11:24
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 20 PM 3:18

ARTICLES of INCORPORATION
OF
NORTH ISLAND WATER SPORTS, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

NORTH ISLAND WATER SPORTS, INC.

The principal place of business of this corporation shall be 2600 North A1A Fort Pierce, Florida 34949; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2600 North A1A Fort Pierce,

Florida 34949; and the initial registered agent of the corporation is John Engle.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and street address of the initial members of the Board of Directors are:

John Engle, Director
2600 North A1A
Fort Pierce, Florida 34949

Kelley Engle, Director
2600 North A1A
Fort Pierce, Florida 34949

ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

John Engle, President
2600 North A1A
Fort Pierce, Florida 34949

Kelley Engle, Vice President
2600 North A1A
Fort Pierce, Florida 34949

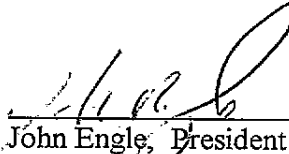
ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 16th day of July, 1998.



John Engle, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 20 PM 3:18

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared John and Kelley Engle Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th of July, 1998.


NOTARY PUBLIC

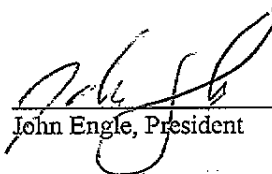


Gina Hemp
MY COMMISSION # CC709315 EXPIRES
January 20, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of NORTH ISLAND WATER SPORTS, INC. made in the foregoing Articles of Incorporation.


John Engle, President

7-18-98
DATE