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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~LOUIS KIRKMAN~~ *6-10*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: YACHT'S OF FUN PUB, INC.

AUDIT NUMBER.....H98000015209

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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TALLAHASSEE, FLORIDA

F. CHESSEY AUG 17 1998

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Yacht's of Fun Pub, Inc.

Article II. Address

The mailing address of the Corporation is:
Yacht's of Fun Pub, Inc.
21519 Village Lakes Center
Land O' Lakes FL 34639

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Gerald E. Murphy
22913 Steeldust Lane
Lutz FL 33549

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Harold Harrington
Gerald E. Murphy

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Timothy G. Hayes | FL Bar Member 356476
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549
813-949-6525
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Timothy G. Hayes
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 17, 1998.

The undersigned incorporator executed these Articles of Incorporation on August 17, 1998.


TIMOTHY G. HAYES

by G.K. Kuroda as attorney-in-fact

Timothy G. Hayes | FL Bar Member 356476
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

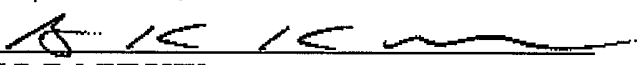
Yacht's of Fun Pub, Inc.

REGISTERED AGENT/OFFICE:

Gerald E. Murphy
22913 Steeldust Lane
Lutz FL 33549

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


GERALD E. MURPHY

by G.K. Kuroda as attorney-in-fact

Date: August 17, 1998.

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