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FLORIDA PROFIT CORPORATION OR P.A.

LIGHTHOUSE WATER SPORTS & BEACH RENTALS, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 27, 1998

EMPIRE

SUBJECT: LIGHTHOUSE WATER SPORTS & BEACH RENTALS, INC.
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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIGHTHOUSE WATER SPORTS & BEACH RENTALS, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is Lighthouse Water Sports & Beach Rentals, Inc. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is 1330 N.E. 26th Avenue, Pompano Beach, Florida 33062.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.001 per share.
- FOURTH: The street address of the initial registered office of the Corporation is 1330 N.E. 26th Avenue, Pompano Beach, Florida 33062 and the registered agent at that address is William Bruce Siler.
- FIFTH: The name and address of the incorporator of the Corporation is: William Bruce Siler, 1330 N.E. 26th Avenue, Pompano Beach, Florida 33062.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is: William Bruce Siler, 1330 N.E. 26th Avenue, Pompano Beach, Florida 33062.
- EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

Prepared by:
Heather Witters, Esq.
Brady & Witters, P.A.
608 S.E. 6th St. 7
Ft. Lauderdale, FL 33301
(954) 768-9910 FBN-779547


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NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on August 24, 1998.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of August, 1998.


William Bruce Siler, Incorporator

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ACCEPTANCE OF APPOINTMENT

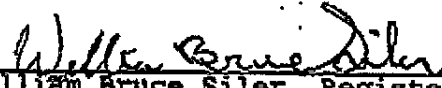
OF

REGISTERED AGENT

OF

LIGHTHOUSE WATER SPORTS & BEACH RENTALS, INC.

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


William Bruce Siler, Registered
Agent

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