

P98000075277

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 26 AM 11:55

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE FL 32314

100002625331--9
-08/26/98--01045--005
*****70.00 *****70.00

SUBJECT: GOLD LEAF MARINE, INC.

EFFECTIVE DATE
9-1-98

Enclosed is an original and one (1) copy of the Articles of Incorporation
and a check for: \$70.00 (SEVENTY AND 00/100 DOLLARS)

FROM: TERRY L. KALPIN
424 COMMERCIAL BLVD
NAPLES, FL 34104

(941) 643-7303 (DAYTIME TELEPHONE NUMBER)

D. BROWN AUG 28 1998

EFFECTIVE DATE:
9-1-98

ARTICLES OF INCORPORATION
OF
GOLD LEAF MARINE, INC.

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DIVISION OF CORPORATIONS
98 AUG 26 AM 11:55

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: GOLD LEAF MARINE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

424 COMMERCIAL BLVD
NAPLES, FL 34104

ARTICLE III - DURATION

This corporation shall exist perpetually commencing on SEPTEMBER 1, 1998.

ARTICLE IV - PURPOSE

This corporation is authorized for the purpose of transacting any and all businesses permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 (one hundred) shares of \$1.00 (one dollar) par value Common Stock consisting of one class only.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 680 SOLANA CT., MARCO ISLAND, FL 34145 and the name of the initial registered agent at that address is RONALD C. BLEVINS.

ARTICLE VII - MANAGEMENT

This corporation shall have no board of directors. The corporation shall be managed by the stockholders who shall perform all of the duties of a board of directors. The names and addresses of the initial stockholders of this corporation are:

TERRY L. KALPIN
424 COMMERCIAL BLVD.
NAPLES, FL 34104

MICHELLE R. KALPIN
424 COMMERCIAL BLVD
NAPLES, FL 34104

ARTICLE VIII - AMENDMENT OF ARTICLES

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

ARTICLE IX - SUBSCRIBERS

The names and addresses of the subscribers of the initial issue of stock under these Articles of Incorporation are:

TERRY L. KALPIN
424 COMMERCIAL BLVD
NAPLES, FL 34104

MICHELLE R. KALPIN
424 COMMERCIAL BLVD
NAPLES, FL 34104

ARTICLE X - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation as subscribers and incorporators of the initial issue of corporate stock are:

TERRY L. KALPIN
424 COMMERCIAL BLVD
NAPLES FL 34104

MICHELLE R. KALPIN
424 COMMERCIAL BLVD
NAPLES, FL 34104

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22nd day of August, 1998.

Terry L. Kalpin
TERRY L. KALPIN, SUBSCRIBER

8-22-98
DATE SIGNED

Michelle R. Kalpin
MICHELLE R. KALPIN, SUBSCRIBER

8-22-98
DATE SIGNED

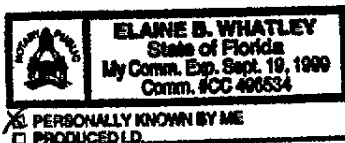
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared TERRY L. KALPIN AND MICHELLE R. KALPIN, known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREFORE, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this

22nd day of August, 1998.

SEAL:



Elaine B. Whatley
NOTARY PUBLIC, STATE OF FLORIDA

ELAINE B. WHATLEY
PRINTED NAME OF NOTARY

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

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SECRETARY OF STATE
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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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: GOLD LEAF MARINE, INC.
2. The name and address of the registered agent and office is:

RONALD C. BLEVINS
680 SOLANA CT
MARCO ISLAND, FL 34145

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.

Terry J. Hays
INCORPORATOR

Ronald C. Blevins
RONALD C. BLEVINS, RESIDENT AGENT

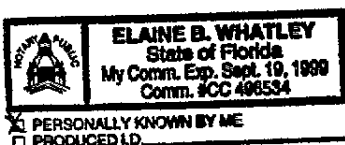
Michael L. Kalpin
INCORPORATOR

SWORN TO and subscribed before me on this 22nd day of

August, 1998.

Elaine B. Whatley
NOTARY PUBLIC OF FLORIDA

SEAL #1 of 3:



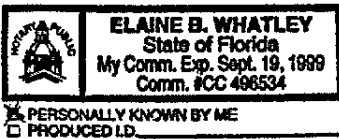
ELAINE B. WHATLEY
PRINTED NAME OF NOTARY

DESIGNATION OF REGISTERED AGENT FOR GOLD LEAF MARINE, INC. CONTINUED:

SWORN TO and subscribed before me on this 22nd day of
August, 1998.

Elaine B. Whatley
NOTARY PUBLIC OF FLORIDA

SEAL #2 OF 3:

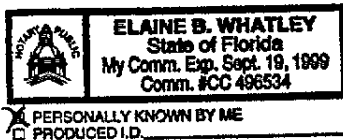


ELAINE B. WHATLEY
PRINTED NAME OF NOTARY

SWORN TO and subscribed before me on this 22nd day of
August, 1998.

Elaine B. Whatley
NOTARY PUBLIC OF FLORIDA

SEAL #3 OF 3:



ELAINE B. WHATLEY
PRINTED NAME OF NOTARY