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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CREW SEA ESCAPE, INC.

AUDIT NUMBER.....H98000016226

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

(PRINT [capital letters in black ink] or type)

ARTICLE I - CORPORATE NAME:

The name of the Corporation shall be:

CREW SEA-ESCAPE, INC.

ARTICLE II - CORPORATE POWERS:

The Corporation is organized for the purpose of transacting any and all business, for which a corporation may be organized in the State of Florida.

(Profession, if a P.A.: ())

ARTICLE III - CAPITAL STOCK:

The authorized capital stock of the Corporation shall be 5,000 shares of common stock, with a par value of \$1 per share. The Corporation plans to initially issue 1,000 shares, reserving the balance for subsequent issuance.

ARTICLE IV - INCORPORATOR/DIRECTOR/REGISTERED AGENT/ADDRESS
/PRINCIPAL ADDRESS:

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

NAME

ADDRESS

Charles F. Young
(Signature)

14405 SW 149 TERRACE
(STREET address)

CHARLES F YOUNG
(Name)

MIAMI FL 33186
(City, State, Zip)

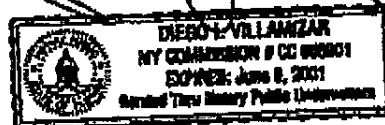
STATE OF FLORIDA]

COUNTY OF Dade]

SWORN TO AND SUBSCRIBED before me, this 20th day of AUGUST, 1998

ICED
FLORIDA NOTARY PUBLIC

Prepared by Martin R. Rappaport CPA PA
4300 N University Dr. B-102
Lauderhill FL 33351 (954) 572-6006



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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-That CREW SEA-ESCAPE, INC.

desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the articles of

incorporation at City of Miami, County of Dade,

State of Florida has named Charles F Young located at 14405

SW 149 Terrace, City of Miami, County of Dade,

State of Florida, as its agent to accept service of process
within.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By: 

Signature
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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