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December 11, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002714980--E -12/17/98--01101--018 ****122,50 *****78.75

Re: DISTANT HARBOURS, INC.

Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Very truly yours,

LISA B. NETTLES

Mailing address of corporation

733 JACANA WAY

NORTH PALM BEACH, Florida 33408

18,5

ARTICLES OF INCORPORATION

of

DISTANT HARBOURS, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: DISTANT HARBOURS, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Seventy Five Hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name	LISA B. NETTLES			
Address	733 JACANA WAY			
City	NORTH PALM BEACH	Florida	Zip 33408	
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The principal office, if known, or the mailing address of the corporation is:

Name	DISTANT HARBOURS, INC.			
Address	733 JACANA WAY			
City	NORTH PALM BEACH FI	lorida	Zip	33408

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name LISA B. NETTLES
Address 733 JACANA WAY
City NORTH PALM BEACH, Fl 33408
Name
Address
City
Name
Address
City

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name LISA B. NETTLES
Address 733 JACANA WAY
City NORTH PALM BEACH, Florida 33408
Name
Address
City
Name
Address
City

IN WITNESS WHEREOF, the undersigned	subscriber(s)	have	executed	these	Articles	of	Incorporation	this	<u>//</u>	day	of_
· - V		200		S. p. Par	7						

LISA B. NETTLÉS

CERTIFICATE OF ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DISTANT HARBOURS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 733 JACANA WAY, NORTH PALM BEACH, FLORIDA 33408 has named LISA B. NETTLES located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

CISA B. NETTLES