

FROM : ROSSPORT MIAMI
Division of Corporations

PHONE NO. : 3056657709

Mar. 23 1999 10:13AM P1

P99000026288

Florida Department of State
Division of Corporations
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From:
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Account Number : 076535002461
Phone : (305) 442-1700
Fax Number : (305) 442-2559

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

H2O Riptide, Inc.

****PLEASE NOTE THAT WE MUST HAVE HIT THE WRONG KEY, WE WANT TO FILE ARTICLES OF INCORPORATION, OBTAIN A CERTIFIED COPY AND A CERTIFICATE OF STATUS AS WELL AS THE REGISTERED AGENT FEE. PLEASE CORRECT THE ESTIMATE BELOW TO SHOW CORRECT FEES, THANK YOU.

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ARTICLES OF INCORPORATION H₂O Riptide, Inc.

The undersigned, acting hereby as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such operation:

I. NAME OF INCORPORATION

The name of this corporation shall be H₂O Riptide, Inc.

II. PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- A. To engage in the business of providing charter boat-captain related services, and any other business endeavors allowable by the laws of the State of Florida.
- B. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

III. CAPITAL STOCK

- A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 500 shares of common stock at one dollar (\$1.00) per share per value.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV. DURATION

The corporation shall have a perpetual existence.

V. REGISTERED AGENT

The street address, principal office and mailing address of this corporation's initial registered office is: 222 Lakeview Avenue, Suite 160-118, West Palm Beach, FL 33401, and the name of its initial registered agent at said address is John D. Thomson.

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TIMOTHY W. ROSS, P.A.
GROVE PLAZA -7TH FLOOR
2900 SW 28 TERR, MIAMI, FL 33133
TEL. (305) 441-2470/FAX. (305) 442-2559

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VI. INCORPORATOR

The name and address of the Incorporator is as follows: John D. Thomson, 222 Lakeview Avenue, Suite 160-118, West Palm Beach, FL 33401.

VII. BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this corporation is: John D. Thomson, 222 Lakeview Avenue, Suite 160-118, West Palm Beach, FL 33401.

VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X. NON-RESIDENT DIRECTORS

Directors need not be residents of this State or Shareholders unless the Articles of Incorporation or Bylaws so require.

XI. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each

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TIMOTHY W. ROSS, P.A./FLA BAR #436641
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Director.

XII. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XIII. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing Corporations.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 17 of March 1999.

John D. Thomson
Incorporator

John D. Thomson
Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

FLOR T 525464683810

is 10/96 to 10/03

BEFORE ME, the undersigned authority, personally appeared John D. Thomson who is personally known to me ☒ or who has produced identification ☒ type of identification DRIVERS license, and who executed the foregoing Articles of Incorporation, and be acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at W. P. Perry in the said County and State, this 17th of March 1999.

W. P. Perry
NOTARY PUBLIC
State of Florida

My Commission Expires:



FAX AUDIT #(((H99000006817 3)))
TIMOTHY W. ROSS, P.A./FLA BAR # 436641
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2900 SW 28TH TERRACE, MIAMI, FL 33133
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DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to Florida Statutes Section 607.0501, the corporation named below hereby designates the person or corporation named below to serve as the corporation's registered agent for service of process with the State of Florida:

NAME OF CORPORATION : H₂O Riptide, Inc.
NAME OF REGISTERED AGENT : John D. Thomson
ADDRESS OF REGISTERED AGENT : 222 Lakeview Avenue, Suite 160-118
West Palm Beach, FL 33401

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby accepts and agrees to the foregoing designation of the undersigned as registered agent for the above named corporation this 17th day of MARCH, 1999.

John D. Thomson
John D. Thomson

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PALM BEACH, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John D. Thomson, personally known to me ✓ or who has produced identification _____, type of identification DRIVERS LICENSE, to be the person who executed the foregoing Certificate Designating Registered Agent and Registered Office, and he acknowledged before me that he executed same for the purposes and in the capacities set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 17th day of MARCH, 1999.

My Commission Expires:



Diana Congdon
NOTARY PUBLIC
State of Florida

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TIMOTHY W. ROSS, P.A./FLA BAR # 436641
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