

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO.: 072100000032

REFERENCE: 219317 9799A

AUTHORIZATION:

ORDER DATE :

5-5-99 27, 1999

ORDER TIME :

2:47 PM

ORDER NO. : 219317-005

CUSTOMER NO: 9799A

000002863940--9

CUSTOMER: Ms. Dawn Shiver

BARBARA SANDERS, ESQ BARBARA SANDERS, ESQ

80 Market Street

Apalachicola, FL 32320

DOMESTIC FILING

SEA DREAM EXCURSIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED

99 MAY -5 PM 3: 40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SEA DREAM EXCURSIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SEA DREAM EXCURSIONS, INC.

The address of the principal office of this corporation shall be 864 West Gulf Beach Drive, St. George Island, Florida 32328, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Brian Blackburn President

Billy Blackburn Secretary 864 West Gulf Beach Drive St. George Island, FL 32328

864 West Gulf Beach Drive St. George Island, FL 32328

FILED

ARTICLE VII. INCORPORATOR 99 MAY -5 PM 3: 40

The name and street address of the incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 5, 1999.

CORPORATION SERVICE COMPANY

By: Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Laura R. Dunlap