TRANSMITTAL LETTER

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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	ADVENTURE (Lue.
			600002932 -07/15/99(******87. <i>50</i>	
Enclosed is an orig	•	□\$78.75 Filing Fee & Certified Copy	Sa check for: \$\frac{1}{24}\$87.50 Filing Fee, Certified Copy & Certificate of Status COPY REQUIRED	
FROM	TIERRA	BERNARDIC me (Printed or typed) AVENUE A Address VERDE, FL City, State & Zip	ORTH	

NOTE: Please provide the original and one copy of the articles.

727-906-8686 Daytime Telephone number

15 8/18/99

ARTICLES OF INCORPORATION OF TIERRA VERDE ISLAND ADVENTURES, INC.

The undersigned, for the purpose of forming a corporation under the Florida of General Corporation Act, do hereby adopt the following Articles of Incorporation:

<u>Article 1. Name.</u> The name of the Corporation is: Tierra Verde Island Adventures, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2. Duration. The duration of the Corporation is perputual.

<u>Article 3. Purpose.</u> The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporation may be incorporated under the Florida General Corporation Act. No other purpose limited this general purpose in any way.
- B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.
- C. To engage in the rental of boats and related services.
- D. To sell ancillary merchandise.

<u>Article 4. Capital Stock.</u> The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

<u>Article 5. Initial registered office and Agent.</u> The street address of the initial registered office of the Corporation is 200 Madonna Boulevard, Tierra Verde, FL 33715 at Tierra Verde Resort & Marina, and the name of its initial Registered Agent at that address is George S. Bernardich III. The principle office is the same as the registered office.

<u>Article 6. Initial Board of Directors.</u> The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be

increased or decreased from time to time in accordance with the Bylaws but shall never less than one (1). The name and address of the initial Director of the Corporation is as follows:

Director/President/Secretary/Treasurer George S. Bernardich III 440 4th Avenue North Tierra Verde, FL 33715

Vice-President Victor Netschi 124 8th Street East Tierra Verde, FL 33715

<u>Article 7. Incorporator</u>. The name and address of the Incorporator is as follows:

George S. Bernardich III 440 4th Avenue North Tierra Verde, FL 33715

<u>Article 8. Effective Date of Corporation.</u> The effective date of this corporation is July 15, 1999.

<u>Article 9. Amendment.</u> The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

George S. Bernardich III

Signature/Incorporator

Having been named as registered agent and to accept service 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.

George S. Bernardich III Signature/Registered Agent

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IN WITNESS WHEREOF, the undersigned have signed these articles of Incorporation on this 11th day of July. 1999.

STATE OF FLORIDA COUNTY OF PINELLAS

Before me personally appeared George S. Bernardich III to me well known to be the person described in and who executed these Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9 day of Agust 1999

ol Florida at Large.

_, Notary Public, state

My commission expires:

REBECCA NETSCHI COMMISSION #CC670206 EXPIRES AUG. 10, 2001