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TAXMAN ACCOUNTING, INC.
1001 North Central Avenue
Kissimmee, Florida 34741
(407)932-3499 FAX (407)932-2339

October 2, 1999

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

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-10/06/99--01041--010
*****70.00 *****70.00

Re: ANCHORS AWEIGH BOAT TOURS, INC.

Gentlemen:

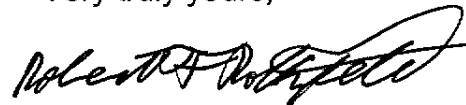
Enclosed please find the Articles of Incorporation and Designation and Acceptance of Registered Agent for filing, together with a check in the amount of \$70.00.

I have also enclosed an additional copy of the Articles of Incorporation and would appreciate having this returned to me with the filing date stamped on it. Please send it to me at the following address:

ROBERT F. ROTHFELD
TAXMAN ACCOUNTING, INC.
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

99 OCT -6 PM 3:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,



Robert F. Rothfeld

Encs:

ARTICLES OF INCORPORATION
OF
ANCHORS AWEIGH BOAT TOURS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - CORPORATION NAME

The name of the corporation shall be:

ANCHORS AWEIGH BOAT TOURS, INC.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED shares (500) of "No Par Value" (\$0.00) Common Stock, which shall be designated "Common Shares."

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

The name and street address of the Initial Registered Agent of this corporation is:

WILLIAM DANNY SAULMON
925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors 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:

WILLIAM DANNY SAULMON
925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

ARTICLE VI - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE VII - INCORPORATOR(S)

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows:

WILLIAM DANNY SAULMON
925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2nd Day of October, 1999

x William D. Saulmon

STATE OF FLORIDA

COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

x William D. Saulmon
Signature

KNOWN TO ME
Form of Identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the form(s) of identification of the above named person(s) as indicated opposite each name.

WITNESS my hand and official seal this 2nd Day of October, 1999

(SEAL)

Robert F Rothfeld

Notary Public
State of FLORIDA
My Commission Expires: April 22, 2000



ROBERT F ROTHFELD
My Commission CC537883
Expires Apr. 22, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. ANCHORS
AWEIGH BOAT TOURS, INC., a corporation organizing under the laws of the State of Florida, with its
principal office located at:

925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

has named WILLIAM DANNY SAULMON, whose address is:

925 KNOB HILL CIRCLE
KISSIMMEE, FLORIDA 34744

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours;
to post my name (and any other officers of said corporation authorized to accept service of process at the
above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

William D. Saulmon

STATE OF FLORIDA

COUNTY OF OSCEOLA

BEFORE ME, the undersigned authority, this day personally appeared WILLIAM DANNY SAULMON,
who, after being duly sworn, deposes and says that the facts and matters contained above are true and
correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 2nd Day of October, 1999

(SEAL)



ROBERT F ROTHFELD
My Commission CC537883
Expires Apr. 22, 2000

Robert F. Rothfeld
Notary Public

State of FLORIDA
My Commission Expires: April 22, 2000