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TROPICAL SAILING CHARTERS, INC.  
890 S. OCEAN WAY DEERFIELD BEACH, FL. 33441

October 5, 1999

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

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-10/25/99--01108--001  
\*\*\*\*\*70.00 \*\*\*\*\*70:00

RE: INCORPORATION OF  
TROPICAL SAILING CHARTERS, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of TROPICAL SAILING CHARTERS, INC.

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing this corporation is appreciated.

Respectfully,

  
GUY MARTIN ROSENFELD

FILED  
99 OCT 25 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

S. Thompson OCT 27 1999

ARTICLES OF INCORPORATION  
OF  
TROPICAL SAILING CHARTERS, INC.

FILED  
99 OCT 25 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE ONE

The name of the corporation is **TROPICAL SAILING CHARTERS, INC.** The principal address of the corporation is: 890 S. OCEAN WAY DEERFIELD BEACH, FL. 33441.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is **one hundred (100) of no par value.**

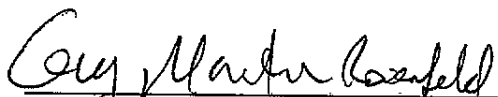
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 890 S. OCEAN WAY DEERFIELD BEACH, FL. 33441, and the name of its initial registered agent at such address is GUY MARTIN ROSENFELD.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
GUY MARTIN ROSENFELD

#### ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
GUY MARTIN ROSENFELD	890 S. OCEAN WAY DEERFIELD BEACH, FL. 33441

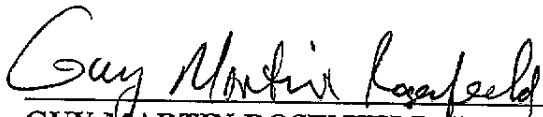
#### ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
GUY MARTIN ROSENFELD	890 S. OCEAN WAY DEERFIELD BEACH, FL. 33441

  
GUY MARTIN ROSENFELD, Incorporator

#### ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.