AUTHORIZATION:

COST LIMIT : \$ PPD

ORDER DATE: October 28, 1999

ORDER TIME : 3:18 PM

ORDER NO. : 441639-005

CUSTOMER NO: 81190A

CUSTOMER: Ms. Barbara M. Dodson

THOMAS E. MOOREY, ESQ THOMAS E. MOOREY, ESQ

Suite 105

1430 Royal Palm Square Blvd

Ft. Myers, FL 33919

DOMESTIC FILING

NAME: MID-ISLAND MARINA OF CAPE

CORAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*****70.00 *****70.00

ARTICLES OF INCORPORATION

OF

MID-ISLAND MARINA OF CAPE CORAL, INC.

FILED

99 OCT 28 PM 4: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is MID-ISLAND MARINA OF CAPE CORAL, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue Five Hundred (500) shares of \$1.00 par value common stock.

ARTICLE V

The street address of the initial registered office and principal office of this corporation is 1503 S.E. 46th Lane, Cape Coral, Florida 33904, and the name of the initial registered agent of this corporation at that address is JAMES FIGUERADO, JR.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

JAMES FIGUERADO, JR. 1503 S.E. 46th Lane Cape Coral, Florida 33904

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

JAMES FIGUERADO, JR. 1503 S.E. 46th Lane Cape Coral, Florida 33904

ARTICLE VIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation this 27 day of october, 1999.

[James Figural No. 1999.]

JAMES FIGUERADO, JR.

STATE OF FLORIDA COUNTY OF LEE

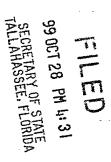
seal, in the State and County aforesaid, this 27 H day of October, 1999.

<u> Zarbara M. Dodson</u> Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL BARBARA M DODSON NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC742859 MY COMMISSION EXP. SEPT 8,2002

ACCEPTANCE OF REGISTERED AGENT



STATE OF FLORIDA COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared JAMES FIGUERADO, JR., to me known to be the person described in the foregoing Articles of Incorporation as the Resident Agent, and who hereby accepts said designation, and further states that the place of business for which said Resident Agent will accept service of papers on behalf of the corporation is 1503 S.E. 46th Lane, Cape Coral, Florida 33904, and he acknowledged before me that he executed this Acceptance freely and voluntarily and for the uses and purposes therein expressed.

James Figurate N.
JAMES FIGUERADO, JR.

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22 day of Octaber, 1999, by JAMES FIGUERADO, JR., who is personally known to me or who has produced plasmally known as identification.

Barbara My Rodson Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
BARBARA M DODSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC742859
MY COMMISSION EXP. SEPT 8,2002