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MICHAEL A. SANTORE
ACCOUNTING & INCOME TAX SERVICE

FILED

99 DEC -9 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 17, 1999

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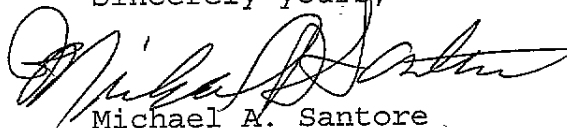
Division of Corporations
P.O. box 6327
Tallahassee, FL 32314

Attn: Bureau of Corporate Records

Dear Chief:

Enclosed please find the Articles of Incorporation for DIXIE
SAILING, INC. and a check for \$70.00 to cover the required filing
cost to form a corporation. If these are in order, I would appreciate
*you forwarding the approved articles to my attention at the address
below. If you require additional information, please contact me.

Sincerely yours,


Michael A. Santore

PH 12/13/99 ✓

ARTICLES OF INCORPORATION

OF

FILED

DIXIE SAILING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

The name of the Corporation is:

DIXIE SAILING, INC.

ARTICLE 2

The term of existence of this corporation shall be perpetual. This corporation shall be deemed to commence its existence on the acceptance of these Articles of Incorporation by the State of Florida.

ARTICLE 3

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4

The aggregate number of shares which the corporation has authority to issue is FIVE THOUSAND (5000) shares, all of which shall be common shares with a par value of TEN cents (.10).

ARTICLE 5

The location of the principal office is:

1316 Gingold ST NW
Palm Bay, FL 32907

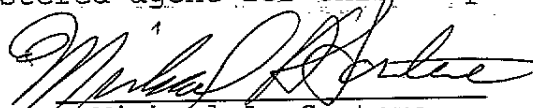
ARTICLE 6

The street address of the initial registered office of the corporation shall be 483 Orlov Rd NW, Palm bay, FL 32907. The name of the initial registered agent at that address is Michael A. Santore.

ARTICLE 6A

Registered Agent Acceptance

" I hereby am familiar with and accept the duties and responsibilities as registered agent for this corporation"


Michael A. Santore

ARTICLE 7

The Board of Directors of the Corporation shall consist of at least TWO members. The name and address of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jack A. Sherear	1316 Gingold ST NW Palm Bay, FL 32907
Joyce A. Genslinger	452 Erma CT NE Palm Bay, FL 32907


ARTICLE 8

The name of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Michael A. Santore	483 Orlov Rd NW Palm Bay, FL 32907

ARTICLE 9

The amount of stated capital with which this corporation will begin business is 1000 (1000) dollars.


INCORPORATOR