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Florida Department of State
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

BAY 65 YACHT CLUB OF CUTLER RIDGE, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

BAY 65 YACHT CLUB OF CUTLER RIDGE, INC.

A FLORIDA CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Bay 65 Yacht Club of Cutler Ridge, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10755 SW 190 Street
Miami, FL 33157

ARTICLE III CAPITAL STOCK, VOTING AND NON-VOTING

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Voting Shares -- 100 Shares, No Par Value
Non-Voting Shares -- 100 Shares, No Par Value

ARTICLE IV CAPITAL STOCK- RESTRICTIVE RIGHTS

The shares of stock of the corporation, both voting and non-voting, shall be the subject of the following restriction: no shareholder may sell or otherwise dispose of his/her share(s) without the written permission of the other shareholders.

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ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Richard B. Pyles
20343 Old Cutler Rd.
Miami, Florida 33189

ARTICLE VI. INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation is:

Mary McBurnette
11289 SW 169 Street
Miami, FL 33157

The undersigned has executed these Articles of Incorporation this the 20th day of June, 2000.


Mary McBurnette

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**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned, corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Bay 65 Yacht Club of Cutler Ridge, Inc.
2. The name and address of the registered agent and office is:

Richard B. Pyles
20343 Old Cutler Rd.
Miami, Florida 33189

Signature Mary A. McBurnette
Mary McBurnette, President

Date: June 20, 2000

Having been named as registered agent and to accept service of process 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.

Signature Richard B. Pyles
Richard B. Pyles

Date: June 20, 2000

Registered Agent Filing Fee: \$35.00

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