

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Focus Yachts International Inc

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*****78.75 *****78.75

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
02 JUL -9 AM 10:59
DIVISION OF CORPORATIONS

FILED
2002 JUL -9 PM 1:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

✓
7/9/02

Signature _____

Requested by _____

HW

7/9

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
FOR
FOCUS YACHTS INTERNATIONAL, INC.

FILED

2002 JUL -9 PM 1:40

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby form a corporation pursuant to Chapter 607 of the Florida Statutes.

ARTICLE ONE
NAME

The name of this corporation shall be FOCUS YACHTS INTERNATIONAL, INC.

ARTICLE TWO
DURATION

This corporation shall have perpetual existence.

ARTICLE THREE
PURPOSE

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

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

ARTICLE FIVE
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 15 Heritage Way, Stuart, Florida 34996.
The name of the initial registered agent of this corporation at that address is: Peter A. Schmidt.

ARTICLE SIX
DIRECTORS

This corporation shall have two (2) directors constituting its initial board of directors. The

number of directors may be either increased or diminished from time to time by the by-laws of the corporation, but shall never be less than one (1). The names and addresses of the initial members of the board of directors are:

Peter A. Schmidt
15 Heritage Way
Stuart, Florida 34996

Louis Botha
9664 Mockingbird Terrace
Jupiter, Florida 33478

ARTICLE SEVEN
INCORPORATOR

The name and address of the individual signing these Articles of Incorporation as incorporator is:

Peter A. Schmidt
15 Heritage Way
Stuart, Florida 34996

ARTICLE EIGHT
PRINCIPAL OFFICE

The principal office and mailing address of the corporation is: 15 Heritage Way, Stuart, Florida 34996.

ARTICLE NINE
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that to which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE ELEVEN
AMENDMENTS TO ARTICLES AND BY-LAWS

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the by-laws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of July, 2002.



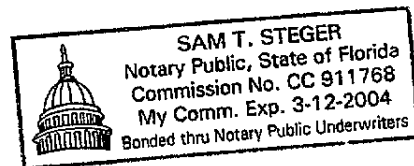
PETER A. SCHMIDT

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 8th day of July, 2002, by PETER A. SCHMIDT, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

(NOTARY SEAL)

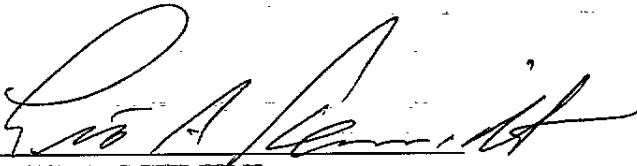
ST Steger
Printed Name Sam T. Steger
NOTARY PUBLIC
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, FOCUS YACHTS INTERNATIONAL, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 8 day of July, 2002.


PETER A. SCHMIDT

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