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Jan 24 1997 8:00am

Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000080114 (8)

1. Corporation Name

~~SHIP HAPPENS, INC.~~

Palm Beach Yacht Crew Inc.

Principal Place of Business

~~SHIP HAPPENS, INC.~~ Palm Beach Yacht Crew Inc.
4200 POINSETTIA AVENUE
WEST PALM BEACH FL 33407
US

Mailing Address

~~SHIP HAPPENS, INC.~~ Palm Beach Yacht Crew Inc.
4200 POINSETTIA AVENUE
WEST PALM BEACH FL 33407-4221
US



3. Date Incorporated or Qualified

10/18/1995

3a. Date of Last Report

04/16/1996

4. FEI Number

65-0616009

Applied For

Not Applicable

5. Certificate of Status Desired

☐

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

☐

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

☐ Yes ☒ No

9. Name and Address of Current Registered Agent

DONNA M-BRASSARD MacPhail (Married Name)
4200 POINSETTIA AVE
WEST PALM BEACH FL 33407

10. Name and Address of New Registered Agent

81 Name Donna M. MacPhail
82 Street Address (P.O. Box Number is Not Acceptable)
4200 Poinsettia Avenue
83
84 City West Palm Beach FL 85 Zip Code 33407

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE *Donna MacPhail, President (Donna MacPhail)*

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE PSTD
NAME BRASSARD, DONNA M MacPhail
STREET ADDRESS 4200 POINSETTIA AVENUE
CITY-ST-ZIP WEST PALM BEACH FL 33407

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

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TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE President ☒ Change ☐ Addition
1.2 NAME MacPhail, Donna M.
1.3 STREET ADDRESS 4200 Poinsettia Avenue
1.4 CITY-ST-ZIP West Palm Beach, FL 33407

2.1 TITLE Vice President ☐ Change ☒ Addition
2.2 NAME MacPhail, Duane C.
2.3 STREET ADDRESS 4200 Poinsettia Avenue
2.4 CITY-ST-ZIP West Palm Beach, FL 33407

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Donna MacPhail, Donna MacPhail

Date

Daytime Phone #

561.863.0082

CR2E034 (9/96)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 2, 1997

Amerilawyer
343 Almeria Avenue
Coral Gables, FL 33134

Re: Document Number P95000080114

The Articles of Amendment to the Articles of Incorporation of SHIP HAPPENS, INC. which changed its name to PALM BEACH YACHT CREW, INC., a Florida corporation, were filed on January 2, 1997.

Should you have any questions regarding this matter, please telephone (904) 487-6050, the Amendment Filing Section.

Annette Hogan
Corporate Specialist
Division of Corporations

Letter Number: 597A00000172

(3)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHIP HAPPENS, INC.**

FILED
96 JAN -2 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The name of this corporation shall be changed to **PALM BEACH YACHT CREW, INC.**

SECOND: Article 5 of the Articles of Incorporation provides:

President:	Donna M. Brassard
Secretary:	Donna M. Brassard
Treasurer:	Donna M. Brassard

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 5 shall be amended to state:

President:	Donna M. MacPhail
Vice-President:	Duane C. MacPhail
Secretary:	Donna M. MacPhail
Treasurer:	Duane C. MacPhail

whose addresses shall be the same as the principal address of the Corporation.



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FOURTH: Article 6 of the Articles of Incorporation states Director(s) as:

Donna M. Brassard

FIFTH: Article 6 shall be changed to state Director(s) as:

Donna M. MacPhail
Duane C. MacPhail

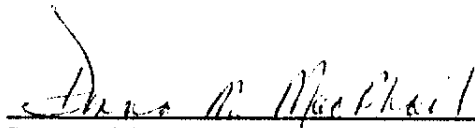
whose addresses shall be the same as the principal address of the Corporation.

SIXTH: The date of the adoption of this amendment is the 29 November 1996.

SEVENTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

EIGHTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 29 November 1996.



Donna M. MacPhail, President



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