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JOHN L. TOMLINSON, C.P.A., P.A.

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NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
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- Walk in Pick up time _____ Certified Copy
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

CB
 3-2-98

Examiner's Initials

Articles of Incorporation

ARTICLE I - NAME

The name of this corporation is Global Yacht Charters,

ARTICLE II - PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 61 Woodland Drive, Tequesta, FL 33469.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 61 Woodland Drive, Tequesta, FL 33469 and the name of the initial registered agent of this corporation at this address is Paul D. Chamberlain.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. The names and addresses of the of the initial Board of Directors of this corporation are

<u>Name</u>	<u>Address</u>
Paul D. Chamberlain	61 Woodland Drive Tequesta, FL 33469
Gordon S. Stonehouse	61 Woodland Drive Tequesta, FL 33649

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FLORIDA

ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
Paul D. Chamberlain	61 Woodland Drive Tequesta, FL 33469
Gordon S. Stonehouse	61 Woodland Drive Tequesta, FL 33649

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of February, 1998.


Paul D. Chamberlain


Gordon S. Stonehouse

State of Florida
County of Palm Beach

Before me, a Notary Public authorized to take acknowledgments in the State of Florida and County of Palm Beach, personally appeared Paul D. Chamberlain and Gordon S. Stonehouse known to be and by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my and affixed my official seal in the state and County aforesaid, this 24th day of February, 1998


Notary Public, State of Florida at Large

My Commission expires



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.034, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED

FIRST THAT Global Yacht Charters, Inc. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF TEQUESTA, STATE OF FLORIDA, HAS NAMED Paul Chamberlain, 61 Woodland Drive, Tequesta, Fl 33469 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Gordon Donhouse*
Corporate Officer

TITLE PRESIDENT

DATE Feb 24, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I further agree to comply with provisions of all statutes relative to the proper performance of my duties.

SIGNATURE *Paul Chamberlain*
(Resident Agent)

DATE 02/23/98

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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