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4/23/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: GLOBAL YACHTS.COM, INC.

AUDIT NUMBER.....H98000007697

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 2

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER APR 23 1998

ARTICLES OF INCORPORATION

QE

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: GLOBALYACHTS.COM, INC.

ARTICLE II PRINCIPAL OFFICE

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

GLOBALYACHTS.COM, INC.
555 N.E. 15th Street, Suite #104
Miami, Florida 33132

ARTICLE III SHARES

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

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial agent is:

Gerald Berton
GLOBALYACHTS.COM, INC.
555 N.E. 15th Street, #104
Miami, Florida 33132

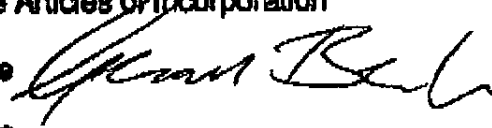
ARTICLE V INCORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

Gerald Berton
GLOBALYACHTS.COM, INC.
555 N.E. 15th Street, #104
Miami, Florida 33132

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of April, 1998.

Signature



Prepared By: Gerald Berton
555 NE 15 Street
#104
Miami, Florida 33132
(305) 371-2628

Signature

Signature

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: GLOBALYACHTS.COM, INC.
2. The name and address of the registered agent and office is:

Gerald Barton
GLOBALYACHTS.COM, INC.
555 N.E. 15th Street, Suite #104
Miami, Florida 33132

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: 

Date: April 23, 1998