

## Florida Department of State

Division of Corporations Public Access System

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## FOREIGN PROFIT/NONPROFIT CORPORATION

Palm Yacht Holdings, Inc.

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3/17/2006

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## SECRETARY UF STATE APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION SEE FLORIDA **BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  Name: CT Corporation		acht Holdings, Inc.	
Delaware   3. 20-4343897     (State or country under the law of which it is incorporated)   (FEI number, if applicable)     2/3/2006   (Date of incorporation)   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Perpensal)   (Perpensal)   (Perpensal)   (Perpensal)   (Perpensal)   (Perpensal)   (Perpensal)     2/3/2006   (Perpensal)   (	"Inc.," "Co.," "C	Corporation; miss include "INCORPORATED," "COMPANY," "CORPORATION,"  Corp., "Inc.," "Co.," or "Corp.")	
Delaware   3. 20-4343897     (State or country under the law of which it is incorporated)   (FEI number, if applicable)     2/3/2006   (Date of incorporation)   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Duration: Year corp. will cease to exist or "perpensal")     2/3/2006   (Principal office address)     2/3/2006			
(State or country under the law of which it is incorporated)  (Perpetual  (Date of incorporation)  (Date first transacted business in Florida, if prior to registration)  (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)  (Principal office address)  222 ElBrillo Way, Palm Beach, Florida 33480  (Principal office address)  (Current mailing address)  Engage in: any lawful act or activity for which corporations may be organized (Purpose(s) of corporation sutherized in home state or country to be curried out in state of Florida)  Name: CT Corporation  Office Address:  1200 South Pine Island Road  Plantation  (City)  (City)  Cip code)  O. Registered agent's acceptance:  Names and street address acceptance:  Naving been named as registered agent and to accept service of process for the above stated corporation at the place	##	No. 2 The State of	
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o comply was the provisions of all statutes relative to the proper and complete performance of my duties. and I am familiar with and accept the obligations of my position as registered agent.

> Kristen Betzger *Nje*ę President (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, nec more than 90 days prior to delivery of this application to the Department of State; by the Secretary of State or other official having custody of corporate records in the furisdiction under the law of which it is incorporated.

A. DIRECTORS Chairman: David S. Wetherell Address: 222 EiBrillo Way, Palm Beach, Florida 33480  Vice Chairman: Address:  Director: Address:  Director: Address:  Director: Address:  B. OFFICERS President: David S. Wetherell Address: 222 EiBrillo Way, Palm Beach, Florida 33480  Vice President: Anastasios Parafestas Address: One Joy Street, Boston, MA 02108  Secretary: Thomas B. Rosedale Address: 31 St. James Ave., Suite 850, Boston, MA 02116  Treasure: Address: NOTE: If necessary you may attach an addendum to the application listing additional officers and/or directors.  13. (Signature of Director or Officer listed in number 12 of the application)  14. Thomas B. Rosedale, Secretary	12. Names and business addresses of officers and/or directors:
Chairman: David S. Wetherell  Address: 222 ElBrillo Way, Palm Beach, Florida 33480  Vice Chairman: Address:  Director: Address:  B. OFFICERS President: David S. Wetherell Address: 222 ElBrillo Way, Palm Beach, Florida 33480  Vice President: Anastasios Parafestas Address: One Joy Street, Boston, MA 02108  Secretary: Thomas B. Rosedale Address: 31 St. James Ave., Suite 850, Boston, MA 02116  Trassure: Address:  NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.  (Signature of Director or Officer listed in number 12 of the application)  14. Thomas B. Rosedale, Secretary	A. DIRECTORS
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(1) year or printed name and capacity of person stening application)	(Typed or printed name and capacity of person signing application)

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PAGBECHETARY OF STATE
TALLAHASSEF FLORIDA

## Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PALM YACHT HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF MARCH, A.D. 2006.

AND I DO HERBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4598310

DATE: 03-16-06

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