

F99000004922



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 384284 4327828

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : September 23, 1999

ORDER TIME : 10:54 AM

ORDER NO. : 384284-010

CUSTOMER NO: 4327828

CUSTOMER: Ms. Paulette Clark
ALLEY MAASS ROGERS & LINDSAY,
ALLEY MAASS ROGERS & LINDSAY,
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 23 AM 10:54

DOMESTIC FILING

NAME: BC YACHT SALES, INC.

EFFECTIVE DATE: *(Signature)*

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

RECEIVED
99 SEP 23 PM 12:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BC 9/23/99

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. BC YACHT SALES, INC

(Name of corporation: must include the word "INCORPORATED", "COMPANY" OR "CORPORATION"
or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead
of a natural person or partnership if not so contained in the name at present.)

2. State of Delaware
(State of incorporation)

3. 52-2062149
(FEI number)

4. 10/09/97
(Date of Incorporation)

5. Perpetual
(Duration)

6. September 1999
(Date corporation will transact business in Florida)

7. 139 N. County Road, Suite 20-C
Palm Beach, FL 33480
(Current mailing address)

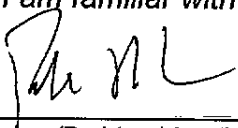
8. Any or all lawful business
Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida)

9. Name and street address of Florida registered agent:

Robb R. Maass
(Name)
321 Royal Poinciana Plaza, South
(Office Address)
Palm Beach, Florida, 33480
(City) (Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this application, 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 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.*


(Registered Agent's Signature)

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STATE
SECRETARY OF CORPORATIONS
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11. Attached is a certificate of existence duly authenticated, not 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 jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director: Christian S. P. Daves

Address: 220 Osceola Way

Palm Beach, FL 33480

Director: Bernard J. Ebbers

Address: c/o 139 N. County Road, Suite 20-C

Palm Beach, FL 33480

B. OFFICERS

President: Christian S. P. Daves

Address: 220 Osceola Way

Palm Beach, FL 33480

Secretary: Christian S. P. Daves

Address: 220 Osceola Way

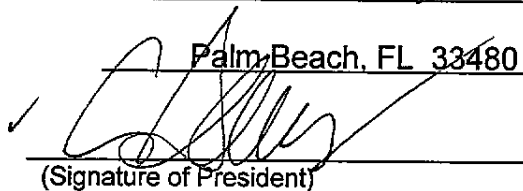
Palm Beach, FL 33480

Treasurer: Christian S. P. Daves

Address: 220 Osceola Way

Palm Beach, FL 33480

13.


(Signature of President)

Christian S. P. Daves, President

(Typed or printed name and capacity of person signing application)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
99 SEP 23 AM 10:54

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BC YACHT SALES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9980056

DATE: 09-21-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 23 1999