

02000005241

January 18, 2002

3/1
Corporation Records Bureau
Division of Corporations
409 East Gaines Street
P O Box 6327
Tallahassee, FL 32301

SUBJECT: RYNO CORPORATION

Dear Sir/Madam:

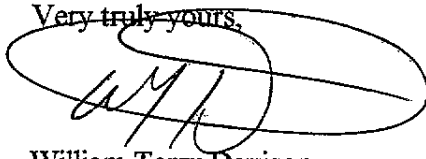
Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Upon filing, please return the certified copy of the Articles to this office - Ryno Corporation, 2930 S.W. 22nd Circle, #14A, Delray Beach, FL 33445

Our check number 1339 in the amount of \$122.50 is enclosed in payment of the following fees:

Filing Fees	\$ 35.00
Certified Copy of Articles of Incorporation	52.50
Registered Agent Designation	35.00
	<u>\$122.50</u>

Your prompt attention to this matter is appreciated.

Very truly yours,


William Terry Davison
2930 S.W. 22nd Circle #14A
Delray Beach, FL 33445

MJH

00789-01122-02827-00676-00671
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122.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR - 1 PM 3:23

FILED

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 31, 2002

WILLIAM TERRY DAVISON
2930 S.W. 22ND CIRCLE, #14A
DELRAY BEACH, FL 33445

SUBJECT: CRUISE LINE YACHTS, LLC
Ref. Number: W02000002900

We have received your document for CRUISE LINE YACHTS, LLC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

* The document must contain both the street address of the principal office and the mailing address of the entity.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$76.25. + 30.00 Additional (Certified Copy) = 106.25
~~\$122.50~~

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 902A00006054

* PRINCIPAL OFFICE

1330 S.E. ~~4TH~~ 4TH AVE
SUITE J.
FT LAUDERDALE FL.
33316

MAILING ADDRESS

2930 S.W. 22ND CIRCLE #14A.
DELRAY BEACH FL
33445

* CHEQUE ENCLOSED FOR \$106.25



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 21, 2002

WILLIAM TERRY DAVISON
2930 S.W. 22ND CIRCLE, #14A
DELRAY BEACH, FL 33445

SUBJECT: CRUISE LINE YACHTS, LLC
Ref. Number: W02000002900

We have received your document for CRUISE LINE YACHTS, LLC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The mailing address must be specifically stated in the Articles of Organization, also, you have overpaid, we received a second check for \$106.25, however the filing fee is only \$125.00 plus \$30.00 for a Certified Copy, totaling \$155.00. We have \$122.50, so you only need to send an additional \$32.50. Please send a new check in this amount.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 902A00006054

FILED

02 MAR - 1 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cruise Line Yachts. LLC

The undersigned certifies that we have associated ourselves together for the purpose of becoming a limited company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of such companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the Company.

Article 1.

1.1 Name. The name of the Company shall be Cruise Line Yachts, LLC ("the company").

1.2 Place of Business. The Company's principal office shall be located at 1330 S.E. 1st Avenue, Suite J, Ft. Lauderdale, FL, 33346. The Company shall have the power and authority to establish other office locations as the members may designate.

1.3 Mailing Address. The Company's mailing address shall be located at 2930 S.W. 22nd Circle, Unit A, Del Ray Beach, FL, 33445.

Article 11.

2.1 Purposes and Powers. In addition to the powers authorized by the laws of the state of Florida for limited liability companies, the general nature of the business to be transacted, and which the Company is authorized to transact, shall be as follows:

- a) To engage in any activity or business authorized under the Florida Statutes;
- b) To carry on any and all incidental business, and to have and exercise all powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do;
- c) To purchase or otherwise acquire, undertake, improve or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association or corporation; and to hold, utilize, and in any manner dispose of the rights, property and assets so acquired;

d) To enter into and make all necessary contracts for its business with any other person, firm, corporation or other entity, and to perform and carry out, assign, cancel or rescind any of such contracts;

e) To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the foregoing purposes and powers, or the attainment of any of the objects set forth in these Articles, either alone or in association with others incidental or pertaining to, or connected with its business or powers, provided that the same shall not be inconsistent with the laws of the State of Florida.

2.2 Broad Construction. The several clauses contained in this statement of the general nature of the business to be transacted shall be construed as both purposes and powers of this Company, and statements contained in each clause shall, except as otherwise expressed, shall not be limited or restricted by reference to or inference from the terms of any other clause. The statements contained herein shall be regarded as separate independent purposes and powers.

2.3 Activities Consistent with Applicable Laws. Notwithstanding anything contained herein to the contrary, no statement contained in this Article shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability Company may not lawfully do or perform under applicable Florida laws.

Article III.

3.1 Member Management. All Company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of the members of the Company.

Article IV.

4.1 Restrictions on Admission. Members shall have the right to admit new members but only by unanimous consent. Contributions to capital shall be determined as of the time of admission of membership to the Company.

4.2 Transfer Restrictions. A member's interest in the Company may not be sold, transferred, assigned, conveyed, or hypothecated except upon obtaining the prior written consent of all members.

4.3 Survival Rights. On the death, resignation, expulsion, bankruptcy, or dissolution of a entity member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

Article V.

5.1 Capital Contributions. Contributions in at least the sum of \$1,000.00 shall be paid to the Company by the initial members. Additional contributions may be made as circumstances may require, which shall be pro rata according to the member's percentage of ownership.

Article VI.

6.1 Profit Sharing. The members shall be entitled to the net profits arising from the operation of the Company business that remains after the payment of all expenses of the business. Each member's allocable share of profits, losses, and deductions shall be equal to their percentage of ownership as shown by the ratio of their capital account.

Article VII.

7.1 Duration. This Company shall exist for a period of twenty (20) years, or as the case may be, until dissolved in a manner provided by law.

Article VIII.

8.1 Initial Registered Office. The address of the initial registered office of the Company is 2930 S.W. 22nd Cir., #A, Delray Beach, Florida 33445.

8.2 Initial Registered Agent. The initial registered agent of the Company at that address is William Terry Davison.

The undersigned, being the original members of the Company certify that this instrument constitutes the proposed Articles of Organization of Cruise Line Yachts, LLC.

SIGNED on this 18th day of January, 2002, at Delray Beach, Florida.

RYNO CORPORATION

By: 

William Terry Davison, President

STATE OF FLORIDA §

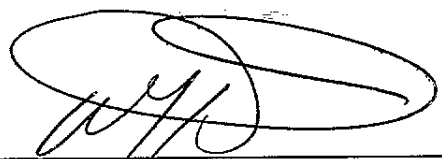
COUNTY OF Palm Beach §

Pursuant to the provisions of Section 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

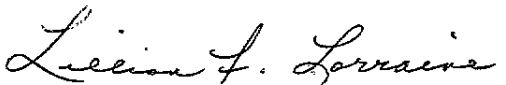
The name of the limited liability company is **Cruise Line Yachts, LLC**. The name of the registered agent for Cruise Line Yachts, LLC is William Terry Davison, and the street address of the company's principal office where the agent is located is 2930 S.W. 22nd Circle, #A, Delray Beach, Florida 33445.

This statement is to acknowledge that, as indicated above, Cruise Line Yachts, LLC has appointed me, William Terry Davison, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 18th day of January, 2002.


WILLIAM TERRY DAVISON

The foregoing instrument was acknowledged before me on this 18th day of January, 2002, by William Terry Davison, agent on behalf of Cruise Line Yachts, LLC, a Florida Limited Liability Company. The agent is personally known to me or has produced a driver's license for such identification.


Notary Public — State of Florida

S.O. Drivers License w/picture

