CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF

NEPTUNE FLAMINGO YACHT CLUB, INC.

The undersigned, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is NEPTUNE FLAMINGO YACHT CLUB, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is c/o 2631 Flamingo Lane, Ft. Lauderdale, FL 33312.

ARTICLE III: PURPOSE

The purpose of this corporation is to promote safe boating and seamanship; to promote recreational boating, sportsmanship and camaradrie; and to promote the traditions of yacht clubs and the yachting communities. Any and all lawful business and activities.

ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the bylaws of the corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: MANNER OF ELECTION

There shall be a minimum of (3) directors and a maximum of (7) directors the original directors and officers shall be appointed by the incorporators, their designees or assigns, and shall hold office at the pleasure of the incorporators, their designees or assigns until replaced persuant to the by laws.

ARTICLE VII: NON-STOCK BASIS

The corporation is organized under a non-stock basis.

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE IX: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) thereto.

ARTICLE X: CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

The undersigned incorporator has executed these Articles of Incorporation this 17th day of May 2001.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Leggett.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501. Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is NEPTUNE FLAMINGO YACHT CLUB, INC.

2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

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.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"



