

N96000003544

March 6, 1996

900001743089
-03/14/96--01062--005
*****70.00 *****70.00

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32301

Dear Secretary of State:

Enclosed please find one original and one copy of the Articles of Incorporation for Bayboro Yacht Club along with a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee.

Please file the Articles of Incorporation with the State of Florida and return the file stamped copy to my attention using the self addressed stamped envelope.

Thank you for your assistance.

Respectfully,



William H. Knight
Director
Bayboro Yacht Club

Enclosures

(813) 274-8600

96-5876

SN 11219536

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL -5 AM 8:43

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1996

WILLIAM H. KNIGHT
P.O. BOX 1255
ST. PETERSBURG, FL 33731-1255

SUBJECT: BAYBORO YACHT CLUB, INC.
Ref. Number: W96000005876

We have received your document for BAYBORO YACHT CLUB, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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 (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 496A00012427

BAYBORO YACHT CLUB

PO BOX 1255 ST. PETERSBURG, FLORIDA 33731-1255

May 13, 1996

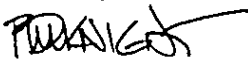
Florida Department of State
Divisions of Corporations
Attn: Sandy Ng, Document Specialist
PO Box 6327
Tallahassee FL 32314

Subject: Bayboro Yacht Club, Inc.
Reference #: W96000005876
Letter : 496A00012427

Dear Ms. Ng:

Pursuant to your letter dated March 19, 1996, I am enclosing herewith the revised Articles of Incorporation for Bayboro Yacht Club. I believe that each of the modifications required in your letter have been addressed; however, please do not hesitate to contact me should additional changes be necessitated.

Sincerely,



William H. Knight

MEMBERSHIPS

AMERICAN REGISTRY OF YACHT CLUBS

U.S. SAILING ASSOCIATION

FLORIDA SAILING ASSOCIATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1996

WILLIAM H. KNIGHT
P.O. BOX 1255
ST. PETERSBURG, FL 33731-1255

SUBJECT: BAYBORO YACHT CLUB, INC.
Ref. Number: W96000005876

We have received your document for BAYBORO YACHT CLUB, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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 (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 496A00012427

BAYBORO YACHT CLUB

P.O. BOX 1266 ST. PETERSBURG, FLORIDA 33731

July 2, 1996

Ms. Sandy Ng
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Subject - Bayboro Yacht Club, Inc.
Ref. Number - W/96000005876
Your Letter Number - 496A00012427

Dear Ms. Ng:

Thank you for the time you shared with me on the phone on July 1, 1996. I have modified the document accordingly, and provide it to you herewith.

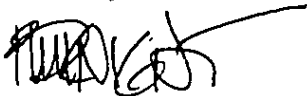
Please note that I am providing two (2) page 4's.

- One (1) has my statement, as Registered Agent, at the bottom of the page.
- One (1) has my statement, as Registered Agent, above the Notary's Acknowledgment.

Please use the page 4 you deem most appropriate and discard the other.

Thank you for your assistance in this regard.

Sincerely,



William H. Knight, Jr.

WHK/jkk

ARTICLES OF INCORPORATION
OF
BAYBORO YACHT CLUB, INC.

The undersigned subscribes to these Articles of Incorporation, desiring to form a Non-Profit Corporation pursuant to Chapter 617 of the Florida Statutes, under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

The name of the corporation shall be: Bayboro Yacht Club, Inc.

ARTICLE II

PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business of the corporation is:

1110 3rd Street South, St. Petersburg, Florida 33701

The mailing address of the corporation is:

PO Box 1255, St. Petersburg, Florida 33731-1255

ARTICLE III

PURPOSES AND POWERS

This corporation is organized for the following purposes:

- A. To promote recreational boating, both power and sail among its members.
- B. To organize and promote boating activities among its members, and to provide an atmosphere whereby members may exchange various boating interests with one another.
- C. To organize and promote social affairs among its members such as, but not limited to, dinners, luncheons, dances and such other activities as deemed worthwhile by the Board of Directors.
- D. To promote downtown St. Petersburg as a superb Mecca for boating activities.
- E. To participate in community service programs that promote boating and water activities in some fashion.
- F. To operate not-for-profit.

FILED
36 JUL -5 AM 8:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAYBORO YACHT CLUB, INC.

ARTICLE IV

DIRECTORS

The number of directors constituting the initial Board of Directors is Three (3), and the names and addresses of the individuals who are to serve as directors until the first annual meeting of the membership or until their successor or successors may be selected is:

William H. Knight
1110 3rd Street South
St. Petersburg, FL 33701

William F. DeMambro
1110 3rd Street South
St. Petersburg, FL 33701

Robert N. Lundy
1110 3rd Street South
St. Petersburg, FL 33701

Additional directors may be elected as provided in the By-Laws of the Corporation.

ARTICLE V

LIMITATION OF CORPORATE POWERS

No provisions now exist which would limit the power of said Corporation authorized under Section 517.0302, of the Florida Statutes.

ARTICLE VI

STOCK OWNERSHIP

Inasmuch as this Corporation shall operate Not-for-Profit there is no provision for Stock Ownership.

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE

The name and street of the Initial Registered Agent is as follows:

William H. Knight
1110 3rd Street South
St. Petersburg, FL 33701
(813) 274-8000

ARTICL.DOC
May 9, 1996

ARTICLES OF INCORPORATION
OF
BAYBORO YACHT CLUB, INC.

ARTICLE VIII

BY-LAWS

The Board of Directors of this Corporation shall adopt and amend By-Laws for the Corporation as provided in the Florida General Corporation Law, by a majority vote of all Directors and the membership.

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of this corporation is:

William H. Knight
1110 3rd Street South
St. Petersburg, FL 33701
(813) 274-8000

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer, director, or employee of the corporation, or any former officer, director or employee of the corporation, to the fullest extent permitted by and set forth in Florida General Corporation Law.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name this 2nd day of July, 1996.



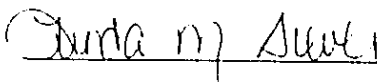
William H. Knight

STATE OF FLORIDA

COUNTY OF Hillsborough

Before me personally appeared William H. Knight to me well known and know to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above on this 2nd day of July, 1996.





LINDA M SIEVER
My Commission CC269682
Expires May, 28, 1997
Bonded by ANB
800-852-5878

ARTICL.DOC
May 9, 1996

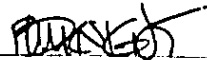
ARTICLES OF INCORPORATION
OF
BAYBORO YACHT CLUB, INC.

NOTARY PUBLIC

NOTARIZED STATEMENT OF REGISTERED AGENT

The notarized statement of the Registered Agent whose name and address appears here and in Article VII of these Articles of Incorporation, is presented on the lower portion of this page.

William H. Knight
1110 3rd Street South
St. Petersburg, FL 33701
Telephone: (813) 821-5080



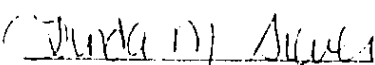
William H. Knight

STATE OF FLORIDA

COUNTY OF Hillsborough

Before me personally appeared William H. Knight to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above on this 2nd day of July, 1996.


NOTARY PUBLIC



LINDA M SIEVER
My Commission CC280982
Expires May 26, 1997
Bonded by ANB
800-652-5878

I hereby am familiar with and accept the duties and responsibilities as registered agent for Bayboro Yacht Club, Inc.



William H. Knight

ARTICL.DOC
May 9, 1996

ARTICLES OF INCORPORATION
OF
BAYBORO YACHT CLUB, INC.

NOTARY PUBLIC

NOTARIZED STATEMENT OF REGISTERED AGENT

The notarized statement of the Registered Agent whose name and address appears here and in Article VII of these Articles of Incorporation, is presented as follows:

I hereby am familiar with and accept the duties and responsibilities as registered agent for Bayboro Yacht Club, Inc.



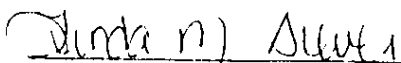
William H. Knight
1110 3rd Street South
St. Petersburg, FL 33701
Telephone: (813) 821-5080

STATE OF FLORIDA

COUNTY OF Hillsborough

Before me personally appeared William H. Knight to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above on this 2nd day of July, 1996.


NOTARY PUBLIC



LINDA M SILVER
My Commission CC289982
Expires May. 28, 1997
Bonded by ANB
800-852-5878

96 JUL -5 AM 8:42
FBI
TALLAHASSEE, FLORIDA

ARTICL.DOC
May 9, 1996