

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

N98000000244

PYCC Marina Association,
Inc.

FILED
98 JAN 16 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____ **400002402534-4**
-01/16/98--01005--015
*****70.00 *****70.00
- Fictitious Name File _____
- Trade/Service Mark _____
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- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
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DIVISION OF CORPORATION

JN 1-16-98

Signature _____

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Name _____

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**ARTICLES OF INCORPORATION
OF
PYCC MARINA ASSOCIATION, INC.
a Florida non-profit corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, PATRICK JOHNSON, RICHARD KIMBERLEY, and RODNEY V. CHAPNICK, subscribers to these Articles of Incorporation, being natural persons over the age of eighteen (18) years of age, competent to contract, hereby present these Articles for the formation of a non-profit corporation under the laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation shall be PYCC MARINA ASSOCIATION, INC.

**ARTICLE II
NOT FOR PROFIT**

The corporation is a non-profit corporation under the laws of the State of Florida. The corporation is not formed for pecuniary profit. No part of the income or asset of the corporation is distributable to or for the benefit of its members, trustees, or officers, except to the extent permissible by law.

**ARTICLE III
PURPOSES**

The corporation is organized, and shall be operated exclusively for, the following purposes:

3.1 To exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including without limitation the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

3.2 To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE VIII
BOARD OF TRUSTEES

The management of the corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three (3) members. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3) nor more than seven (7). The voting members shall elect the trustees annually. The Bylaws may provide for ex officio and honorary trustees, and their rights and privileges. The name and address of each initial Trustee of the corporation is as follows:

| NAME | ADDRESS |
|--------------------|--|
| Patrick Johnson | 4200 49th Street North St. Petersburg, FL 33709 |
| Richard Kimberley | 6260 Kipps Colony Court, #1 Gulfport, FL 33707 |
| Rodney V. Chapnick | 10190 125th Street Seminole, FL 33772 |

ARTICLE IX
OFFICERS OF CORPORATION

The officers of the corporation shall consist of a President, Secretary, and Treasurer, and such other offices and assistant officers as may be provided in the Bylaws. Each officer shall be elected by the Board of Trustees and may be removed by the Board of Trustees at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

| NAME | ADDRESS |
|--|--|
| Patrick Johnson, President | 4200 49th Street North St. Petersburg, FL 33709 |
| Richard Kimberley, Vice President and Treasurer | 6260 Kipps Colony Court, #1 Gulfport, FL 33707 |
| Rodney V. Chapnick, Secretary | 10190 125th Street Seminole, FL 33772 |

ARTICLE X
SUBSCRIBERS OF CORPORATION

The name and post office address of each subscriber to the Articles of Incorporation are as follows, to wit:

| NAME | ADDRESS |
|--------------------|--|
| Patrick Johnson | 4200 49th Street North St. Petersburg, FL 33709 |
| Richard Kimberley | 6260 Kipps Colony Court, #1 Gulfport, FL 33707 |
| Rodney V. Chapnick | 10190 125th Street Seminole, FL 33772 |

ARTICLE XI
DATE OF EXISTENCE

It is specified that the date when corporate existence of this corporation shall commence is the date of filing by the Secretary of State of these Articles of Incorporation.

ARTICLE XII
BYLAWS

The Bylaws of the corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

ARTICLE XIII
AMENDMENT OF ARTICLES

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon members, trustees and officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

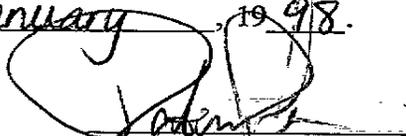
**ARTICLE XIV
INDEMNIFICATION**

The corporation shall indemnify each officer and trustee, including former officers and trustees, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XV
NONSTOCK BASIS**

This corporation is organized on a nonstock basis. This corporation shall not issue shares of stock.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation, under the laws of the State of Florida, this 12th day of January, 1998.



PATRICK JOHNSON



RICHARD KIMBERLEY

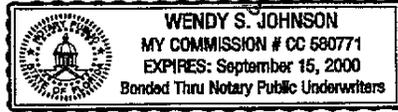


RODNEY V. CHAPNICK

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, PATRICK JOHNSON, RICHARD KIMBERLEY, and RODNEY V. CHAPNICK, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation, for and on behalf of said corporation and under its corporate seal, and they acknowledged before me that they signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS MY HAND and seal at St. Petersburg, Pinellas County, Florida, this
12th day of January, 19 98.



Wendy Johnson
Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of PYCC
MARINA ASSOCIATION, INC., which is contained in the foregoing Articles of
Incorporation.

Dated this 12th day of January, 19 98.

Patrick Johnson
PATRICK JOHNSON

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TALLAHASSEE, FLORIDA