

N99000005467

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

600002987566-7
 -09/15/99-01023-014
 *****78.75 *****78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLORIDA GRAND BANKS/EASTWAY OWNERS ASSOCIATION, INC
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
 99 SEP 15 AM 11:47
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
Profit	—
<input checked="" type="checkbox"/> NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

RECEIVED
 99 SEP 15 AM 11:30
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

*ok to use for copy for the Corporation
 Per BE.*

Examiner's Initials

*OK
 9-15-99*

SEP-15-99 WED 09:57 AM

MORGAN OLSEN & OLSEN

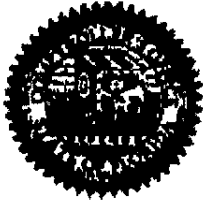
FAX NO. 954 463-3570

P. 02

SEP-15-1999 09:40

DIVISION OF BANKING

850 410 9548 P.02/02



ROBERT R. MULLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

September 15, 1999

FILED
99 SEP 15 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ms. Paula Summers
Legal Assistant
Morgan, Olsen & Olsen
315 N.E. Third Avenue
Suite 200
Fort Lauderdale, Florida 33301

Dear Ms. Summers:

Re: "Florida Grand Banks/EastBay Owner's Association, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon
Art Simon
Director

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

Division of Banking
101 East Gaines Street, Suite 538, Telephone: (850) 410-9111

ARTICLES OF INCORPORATION
OF
FLORIDA GRAND BANKS/EASTBAY OWNER'S ASSOCIATION, INC.

The undersigned, acting as Incorporator under the Florida Not for Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation

HAROLD M. JONES, III
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

FILED
SEP 15 AM 11:47
CLERK OF DISTRICT COURT
FORT LAUDERDALE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is **FLORIDA GRAND BANKS/EASTBAY OWNER'S ASSOCIATION, INC.**

ARTICLE II

CORPORATE ADDRESS

The principal office street and mailing address is: **c/o Hal Jones & Co., 1900 SE 15th Street, Fort Lauderdale, Florida 33316.**

ARTICLE III

PURPOSE

The Corporation is organized to operate the Association of individual and corporate owners of Grand Banks Yachts and Eastbay Yachts, and the furtherance of a common goal to improve the potential enjoyment and resale value of said vessels, and not for pecuniary profit. The specific nature of the business is a non-profit owner's association for social activities and exchange of information and ideas.

ARTICLE IV

EFFECTIVE DATE

This Corporation is organized effective as of the date of filing with the Department of State.

ARTICLE V

POWERS

4.1 The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

4.2 Limitations. The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or inure to the benefit of any member of the Board of Directors, officer or any private individual, provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes.

4.2-1 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign in behalf of any candidate for public office.

4.2-2 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on by a not-for-profit corporation under the laws of the state of Florida as they now exist or as they may be hereafter amended.

ARTICLE VI

TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Board of Directors of the Corporation shall be fixed pursuant to the Bylaws, but shall not be less than three (3) persons:

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) members of the Board of Directors to hold office until their successors shall have been duly elected and qualified as provided by the ByLaws of the Corporation. The following persons shall constitute the initial Board of Directors of the Corporation:

HAROLD M. JONES, III
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

HAL JONES
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

DAN PARROTT
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its' initial registered agent at such address is:

HAROLD M. JONES, III
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

ARTICLE X

INCORPORATOR

The name and address of the undersigned Incorporator is:

HAROLD M. JONES, III
c/o Hal Jones & Co.
1900 SE 15th Street
Fort Lauderdale, Florida 33316

ARTICLE XI

BYLAWS

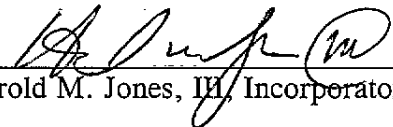
The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XII

DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, adopt a plan of distribution of assets which shall be consistent with Chapter 617 of the Florida Statutes, as amended. Any such asset not so disposed of shall be disposed of by the appropriate Court in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

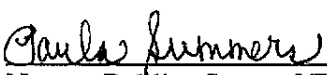
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 8th day of September, 1999.



Harold M. Jones, III, Incorporator

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

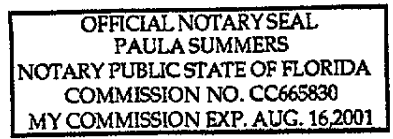
The foregoing instrument was acknowledged before me this 8th day of
September, 1999, by Harold M. Jones, III, Incorporator, who () is personally known to me or
who (X) has produced driver's license as identification and who () did or () did not
take an oath.



Notary Public, State of Florida

My Commission Expires:

Printed Name of Notary



99 SEP 15 AM 11:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

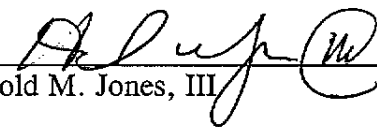
The undersigned, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

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.

September 8, 1999

REGISTERED AGENT

BY:


Harold M. Jones, III