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ACCOUNT NO. : 072100000032

REFERENCE : 550767 91530A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 13, 2000

ORDER TIME : 10:52 AM

ORDER NO. : 550767-005

300003097413--0

-01/13/00--01041--023

CUSTOMER NO: 91530A

\*\*\*\*\*78.75 \*\*\*\*\*78.75

CUSTOMER: Francis X. Castoro, Esq  
FRANCIS X. CASTORO, P.A. LAW  
FRANCIS X. CASTORO, P.A. LAW  
2100 Hollywood Boulevard

Hollywood, FL 33020

DOMESTIC FILING

NAME: CHANCELLOR CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 13 PM 1:23

RECEIVED  
00 JAN 13 AM 11:31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JAN 13 PM 1:23

**ARTICLES OF INCORPORATION****- OF -****CHANCELLOR CORP.**

I, **THE UNDERSIGNED**, hereby come forth for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

**ARTICLE I**

The name of the corporation shall be: **CHANCELLOR CORP.** Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by the Board of Directors.

**ARTICLE II**

The general nature of the business to be transacted by the corporation shall be:

- a. To be engaged in any and all aspects within the Maritime field, including, but not limited to the ownership and operation of Yachts, Boats and Vessels.
- b. To buy and sell real estate, build and develop unimproved land and conduct a general broker business on all forms and kinds of securities and to act as agents in the buying and selling of mortgages, equities, securities and other forms of negotiable instruments and evidences of indebtedness and to buy and sell personal property, either wholesale or retail; to purchase, own, sell, rent, lease, mortgage and to act as the agent in the buying, owning, selling, renting, leasing and mortgaging of property, whether real or personal or otherwise; to manufacture, acquire or dispose of real estate or personal properties, for itself or acting as agents in loaning and buying securities; to borrow money and to secure the same in whatever manner in which a corporation might do and is permissible under the Laws of the sate of Florida.

- c. *To apply for, hold, purchase, acquire or otherwise deal in letters, patent or copyrights of the United States or other countries, to work, operate or develop the same or to carry on any business, manufacturing or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock or any bonds, securities or other evidences of indebtedness created by any person or corporation of this state or any other State, Country, Nation or Government and while owner of said stock may exercise all the rights and privileges of ownership, including the right to vote thereon as natural persons might or could do.*
- d. *To loan money on real estate and personal property.*
- e. *To enter into, make or perform contracts of any kind with any person, association, corporation, municipality, body politic, country, county, territory, state, government, colony or any dependency thereof, and without limit as to the amount, draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and all other negotiable instruments and evidences of indebtedness, whether secured by mortgage, bond or otherwise.*
- f. *To do any and of the requirements set forth herein, to the same extent as natural persons might do or could do and in any part of the world as principals, agents, contractors or otherwise and either alone or with the company of others, purchase, hold and reissue any of the shares of its capital stock.*
- g. *In general, to carry on any other business in connection therewith, whether manufacturing or otherwise, not specifically forbidden by the Laws of the State of Florida and with all powers conferred upon*

corporations by the Laws of the State of Florida.

### ARTICLE III

The maximum number of Shares of Stock that the corporation is authorized to have outstanding, at any time, shall be: ONE HUNDRED (100) SHARES - NO PAR VALUE.

### ARTICLE IV

The amount of capital with which the corporation will begin business shall not be less than FIVE HUNDRED DOLLARS (\$500.00).

### ARTICLE V

The principal office of this corporation shall be located at:

2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15  
BOCA RATON, FLORIDA 33431

### ARTICLE VI

The corporation shall have perpetual existence.

### ARTICLE VII

The names and street addresses of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

| <u>N A M E</u>   | <u>STREET ADDRESS</u>   |
|------------------|---|
| RICHARD R. VAZZA | 2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15<br>BOCA RATON, FLORIDA 33431 |
| RICHARD W. VAZZA | 2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15<br>BOCA RATON, FLORIDA 33431 |
| STEPHEN F. VAZZA | 2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15<br>BOCA RATON, FLORIDA 33431 |

At all times, there shall be not less than Three (3) Directors.

ARTICLE VIII

The names and street addresses of each subscriber to these Articles of Incorporation, are as follows:

| <u>N A M E</u>   | <u>STREET ADDRESS</u>   |
|------------------|---|
| RICHARD R. VAZZA | 2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15<br>BOCA RATON, FLORIDA 33431 |

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 10<sup>th</sup> day of January, 2000.

  
BY: RICHARD R. VAZZA

STATE OF MASSACHUSETTS)  
COUNTY OF NORFOLK } ss:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared: RICHARD R. VAZZA, who is well known to me or who presented: N/A, and on that basis, to me well known to be the person described as the Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, according to Law, that he subscribed to those Articles of Incorporation.

WITNESS my hand and Official Seal, in the County and State as aforesaid, this 10<sup>th</sup> day of January, 2000.

SEAL

  
NOTARY PUBLIC - STATE OF MASSACHUSETTS

My Commission Expires: 01/10/06

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**RICHARD R. VAZZA**  
2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15  
BOCA RATON, FLORIDA 33431  
TELEPHONE: 954-647-0666

00 JAN 13 PM 1:23

DATE: JANUARY 7, 2000  
TO: SECRETARY OF STATE, CORPORATE RECORDS BUREAU  
FROM: RICHARD R. VAZZA  
RE: CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.  
CORP: CHANCELLOR CORP.

Pursuant to Chapter 607.034 Florida Statutes, the following is submitted, in compliance with said Act:  
That: **CHANCELLOR CORP.**, desiring to organize under the laws of the State of Florida with its  
principal office, as indicated in the Articles of Incorporation in the City of BOCA RATON, County of  
PALM BEACH, State of FLORIDA, has named:

**RICHARD R. VAZZA**  
2677 NORTH OCEAN BOULEVARD, TOWNHOUSE 15  
BOCA RATON, FLORIDA 33431  
TELEPHONE: 954-647-0666

as its REGISTERED AGENT to accept service of process within this State.

**ACKNOWLEDGEMENT:** Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I, the below signed,  
hereby:

1. accept to act in this capacity and agree to comply with the provisions  
of said Act relative to keeping open said office; and
2. **I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND  
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID  
CORPORATION.**

  
BY: **RICHARD R. VAZZA**  
ITS: Registered Agent