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Requester's Name

Address

Ross Clark
11313 Ellison Wilson
Suite 3
North Palm Beach, Fla.
33408

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Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials *g*

ARTICLES OF INCORPORATION

OF

ROSS CLARK YACHT SALES, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be ROSS CLARK YACHT SALES, INC.

ARTICLE II

This corporation shall commence existence upon filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all things herein mentioned, as fully and to do the same to the extent as natural persons might do, viz

- (1) Transact any and all lawful business;
- (2) Said corporation shall further have powers:
To have perpetual succession by its corporate name;

To sue and be sued, complain, defend in its corporate name in all actions and proceedings;

To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or in other manner be reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or part of its property and assets;

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To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations or indirect obligation of the United States or any other government, state, territory, governmental district, or municipality or any instrumentality thereof;

To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within and without this state;

To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for its administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and any other incentive plans for any and all of the directors, officers, and employees, of it and any of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he or she is a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is the total sum of three thousand (3,000) shares, having a par value of One Dollar (\$1.00).

Unless otherwise stated in the Articles of Incorporation, or in an amendment to these Articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The corporations principal office address is 11313 ELLISON WILSON ROAD, SUITE C, NORTH PALM BEACH, FL., 33408.

The street address of the initial registered office and the name of the initial Resident Agent of the corporation shall be: ROSS L. CLARK, 11313 ELLISON WILSON ROAD, SUITE C, NORTH PALM BEACH, FL., 33408.

ARTICLE VI

The initial Board of Directors shall consist of a total of one (1) person and the name and address of the person who is to serve as the initial director is : ROSS L. CLARK, 11313 ELLISON WILSON ROAD, SUITE C, NORTH PALM BEACH, FL. 33408.

The name and address of the incorporator executing these Articles of Incorporation is : ROSS L. CLARK, 11313 ELLISON WILSON ROAD, SUITE C, NORTH PALM BEACH, FL., 33408.

ARTICLE VII

It is the intention of the incorporator and corporation to be incorporated with the Internal Revenue Code regarding Section 1244 Stock.

ARTICLE VIII

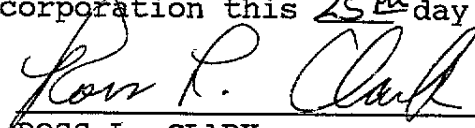
It is the intention of the incorporator and the corporation to adopt a medical plan under the Internal Revenue Code Section 105 as amended.

ARTICLE IX

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


ROSS L. CLARK

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of April 2000.


ROSS L. CLARK

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

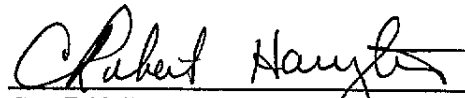
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STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgements in the State and County set forth above personally appeared ROSS L. CLARK known to me and known by me to be the person who executed the forgoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 25th day of April 2000.


C. ROBERT HARRINGTON

My Commission Expires 01/26/04
Notary Public, State of Florida
at Large