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November 2, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Venwest Yachts of Florida Inc.

P000000103205

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

Retrieval Request

☐ Photocopy

☐ Certified Copy

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
VENWEST YACHTS OF FLORIDA, INC.

FILED  
00 NOV -2 PM 4:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Venwest Yachts of Florida, Inc. The corporation is incorporated under the Florida Business Corporations Act, Section 607.0101, et seq.

ARTICLE II

INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office is:

Venwest Yachts of Florida, Inc.  
801 Seabreeze Blvd.  
Fort Lauderdale, FL 33361

ARTICLE III

SHARES

The number of shares the corporation is authorized to issue is 100,000 shares of Common Stock, having a par value of \$.01 per share.

Shares may be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, contracts for services to be performed, or other securities of the corporation, as may be authorized by the board of directors. The board of directors may determine that the consideration received or to be received for the shares to be issued is adequate.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is:

Venwest Yachts of Florida, Inc.  
801 Seabreeze Blvd.  
Fort Lauderdale, FL 33361

and the name of its initial registered agent at that office is Randy Cowley.

#### ARTICLE V

#### INCORPORATOR

The incorporator is Gerald T. Davis, whose address is 720 Olive Way, Suite 1930, Seattle, Washington 98101.

#### ARTICLE VI

#### DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one (1). Thereafter the number of directors will be as may from time to time be specified in the Bylaws. The person who is to serve as Director until the first annual meeting of shareholders and until his respective successor has been elected and qualified, unless earlier removed in accordance with law or the provisions of the Bylaws, or until there is a decrease in the number of directors, is:

<u>Name</u>	<u>Address</u>
Randy Cowley	801 Seabreeze Blvd. Fort Lauderdale, CA 33361

#### ARTICLE VII

#### AMENDMENT OF BYLAWS

The power to adopt, alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### ARTICLE VIII

#### RESERVATION TO CORPORATION

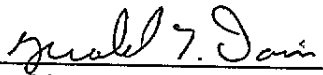
The corporation reserves the right to amend, change or repeal any provision of these articles of incorporation in the manner now or later prescribed by law, and all rights conferred upon shareholders herein are subject to this reserved power. Any contract, transaction, or act of the corporation or of the Board of Directors or of any director or officer of the corporation which is ratified by a majority of a quorum of the shareholders of the corporation at any special meeting called for that purpose, or at any annual meeting, will insofar as permitted by law, be as valid and as binding as though ratified by every shareholder of the corporation.

## ARTICLE IX

### LIMITATION OF LIABILITY

Any personal liability of a director to the corporation or its shareholders for monetary damages for conduct as a director is eliminated, except for any liability for any acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a director, for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled, or for any act or omission occurring prior to the date when this Article becomes effective. If after this Article becomes effective the Florida Business Corporation Act is amended to permit further elimination or limitation of liability of a director, then, upon the effective date of the amendment and without further act, the liability of a director shall be additionally eliminated and limited to such further extent. No amendment or repeal of these Articles of Incorporation shall adversely affect any right or any elimination or limitation of liability of a director existing immediately prior to the amendment or repeal.

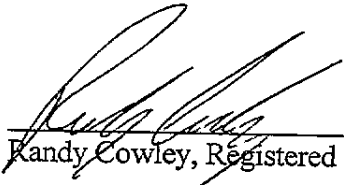
IN WITNESS WHEREOF, the undersigned has executed these Articles on October 31, 2000.

  
Gerald T. Davis, Incorporator

REGISTERED AGENT CONSENT:

The undersigned consents to appointment as registered agent of the corporation named above.

DATED: October 31, 2000.

  
Randy Cowley, Registered Agent

Address:

801 Seabreeze Blvd.,  
Fort Lauderdale, FL 33361

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