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JERRY KAHN ESQUIRE
ATTORNEY AT LAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Records
Florida Department of State
Box 6327
Tallahassee, Florida 32314

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November 29, 2000

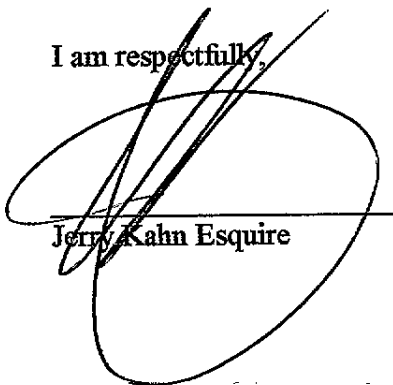
Re: Incorporation SOUTH POINT YACHTS INC.

Sir:

Enclosed you will find two executed articles of incorporation for the above corporation and my firm check in the amount of \$122.50.

Please incorporate and return executed articles with certificate from the Secretary of State.

I am respectfully,


Jerry Kahn Esquire

C.B. 12-8

**SOUTH POINT YACHTS INC.
CORPORATE ARTICLES**

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TALLAHASSEE, FLORIDA

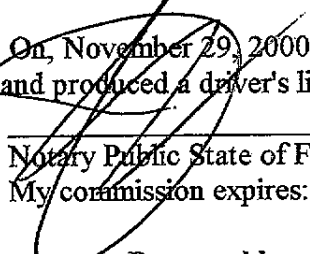
The undersigned, subscriber to these articles of incorporation, a natural person competent to contract, hereby presents these articles for the formation of a corporation under Florida law.

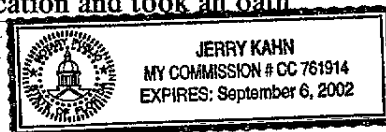
1. The name of the corporation shall be **SOUTH POINT YACHTS INC.**
2. The corporation shall be organized to have a maximum of 100 shares of stock outstanding at any one time.
3. The shares of the outstanding stock shall have a par value of \$1.00 per share.
4. The corporation may engage in any activity or business permitted in Florida.
5. The initial address of the principal office and registered office and the name of the registered agent shall be **MARK SWENSON** located at **90 ALTON ROAD #810, MIAMI BEACH, FL 33139**.
The board of directors shall from time to time move the office of the registered agent to any address in Florida.
6. Initially the corporation shall have one director and the number shall be increased or diminished from time to time by the by-laws adopted by the shareholders.
7. The amount of capital which the corporation shall begin business is \$501.00.
8. The corporation shall exist perpetually.
9. The name and address of the first board of directors is **MARK SWENSON** located at **90 ALTON ROAD #810, MIAMI BEACH, FL 33139**.
10. The name and post office address of the subscriber to these articles of incorporation is **MARK SWENSON** located at **90 ALTON ROAD #810, MIAMI BEACH, FL 33139** and the number of shares he has agreed to take is 100 shares.
11. These articles of incorporation may be amended in any manner provided by law. Every amendment shall be approved by the board of directors, proposed to them by the shareholders and approved at a shareholders' meeting by a majority of shares entitled to vote thereon, unless the shareholders and directors sign a written statement manifesting their intention that a certain amendment to these articles be made.

STATE OF FLORIDA
COUNTY OF MIAMI DADE


SUBSCRIBER
MARK SWENSON

On, November 29, 2000, **MARK SWENSON** acknowledged the foregoing instrument before me and produced a driver's license as identification and took an oath.


Notary Public State of Florida
My commission expires:



This Document Prepared by:
Jerry Kahn Esquire FB#162870
Box 41-4213 Miami Beach, Florida 33141-0213
Office 305 861-3606 Fax (786) 524-0106

SOUTH POINT YACHTS INC.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

First that **SOUTH POINT YACHTS INC.** a corporation desiring to organize and qualify under the laws of Florida with its principal place of business in the city of Miami Beach, Florida, has named, **MARK SWENSON** located at **90 ALTON ROAD #810, MIAMI BEACH, FL 33139** as its agent to accept service of process in the state of Florida.



President **MARK SWENSON**

November 29, 2000

**SOUTH POINT YACHTS INC.
ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above named corporation, at the place designated in the certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



REGISTERED AGENT
MARK SWENSON

November 29, 2000

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