

PO1000008995

December 15, 2000

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-01/23/01--01060--003
*****70.00 *****70.00

Re: LIDO LUXURY YACHTS, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Lido Luxury Yachts, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,


Terry Black
~~13415 Grand Island Road, Walnut Grove, CA
95680~~

3318 N. St Sacramento CA. 95816

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LIDO LUXURY YACHTS, INC.**

ARTICLE I

The name of the Corporation is Lido Luxury Yachts, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 900 4th Street, Unit 5, C/O Manhattan Condominiums, Miami Beach, FL 33139.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

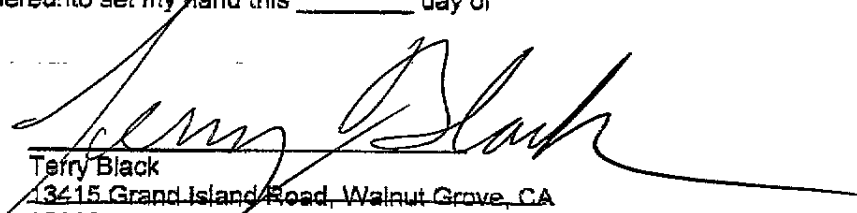
ARTICLE IV

The address of the initial registered office of the Corporation is 900 4th Street, Unit 5, C/O Manhattan Condominiums, Miami Beach, Florida 33139, and the name of the Corporation's initial registered agent for service of process at such address is Terry Black.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Terry Black, 13415 Grand Island Road, Walnut Grove, CA 95680.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____



Terry Black
~~13415 Grand Island Road, Walnut Grove, CA
95680~~

3318 N. St. Sacramento CA 95816

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

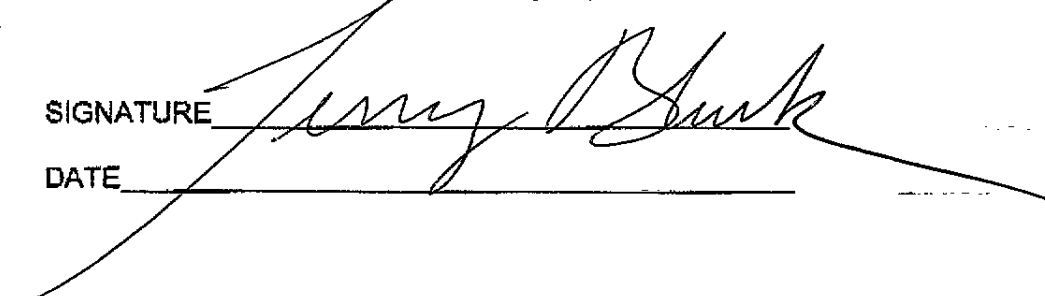
1. The name of the corporation is: Lido Luxury Yachts, Inc.
2. The name of the registered agent and office is:

Terry Black
 900 4th Street, Unit 5, C/O Manhattan Condominiums, Miami Beach, Florida
 33139

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.

SIGNATURE _____

DATE _____



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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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