

PO1000012722
Aviation Legal Group, P.A.

January 15, 2001

VIA FEDERAL EXPRESS DOMESTIC
AIRBILL NUMBER 8244 2112 2750

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

200003630762--
-02/02/01--01084--010
*****78.75 *****78.75

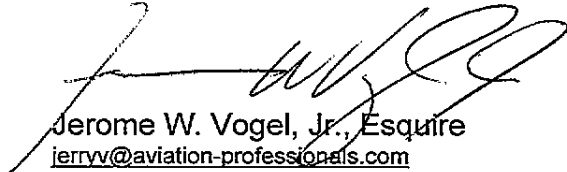
RE: The formation of Yacht & Sail Solutions, Inc.

Dear Ladies and Gentlemen:

Enclosed please find the Articles of Incorporation for Yacht & Sail Solutions, Inc. and a check drawn on the operating account of Aviation Legal Group, P.A. in the sum of Seventy Eight United States Dollars 75/100 United States Dollars (US\$78.75) and made payable to the Florida Secretary of State, Division of Corporations.

I have also enclosed a copy of the Articles of Incorporation. Please return a certified copy of the Articles of Incorporation to the undersigned in the self-addressed, stamped envelope provided for that purpose. Thank you in advance for your prompt attention to this matter.

Very Truly Yours,
AVIATION LEGAL GROUP, P.A.


Jerome W. Vogel, Jr., Esquire
jerrvv@aviation-professionals.com

FILED
01 FEB - 1 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enclosure

A Member of the Aviation Professionals Group

gjs/5

ARTICLES OF INCORPORATION
OF
YACHT & SAIL SOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
FEB - 1 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

YACHT & SAIL SOLUTIONS, INC.

ARTICLE II

The corporation's principal place of business shall be located in the City of Miami, Dade County, Florida, and its mailing address shall be as follows:

YACHT & SAIL SOLUTIONS, INC.
c/o Scott C. Burgess, Esquire
Aviation Legal Group, P.A.
1041 Southeast 17th Street
Mailbox 15
Fort Lauderdale, FL 33316

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common with a par value of \$1.00.

ARTICLE IV

Pursuant to the provisions of sections 607-0501, Florida Statutes, the registered agent of the corporation is Scott C. Burgess, Esquire, and the registered street address is:

Aviation Legal Group, P.A.
1041 Southeast 17th Street, Penthouse
Fort Lauderdale, FL 33316

ARTICLE V

The initial Board of Directors shall have three (3) members, whose names and addresses are as follows:

Angel Ramos
5550 N.W. 84th Avenue
Miami, FL 33166

Mark W. Ninchritz
1433 SW. 24th Court
Apt. 1,
Ft. Lauderdale, FL 33315

The number of directors may be raised and lowered by amendment of the bylaws of the corporation, but in no case shall be less than one.

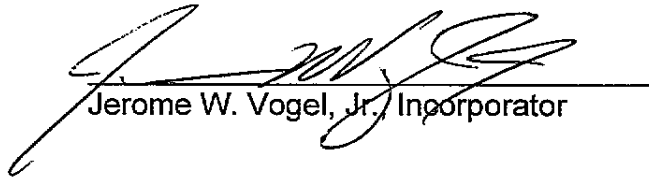
ARTICLE VI

The incorporator of this corporation is Jerome W. Vogel, Jr. Esquire, whose street address is:

Aviation Legal Group, P.A.
1041 Southeast 17th Street, Penthouse
Fort Lauderdale, FL 33316

FILED
01 FEB - 1 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED this 16th day of January 2001.


Jerome W. Vogel, Jr., Incorporator

HAVING BEEN NAMED AS THE 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 provision of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED this 16th day of January 2001.


Scott C. Burgess as Registered Agent

If signing on behalf of an entity:

(Printed name and title/capacity)