

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000031500

Women Aboard, Inc.

000003923670--8

-03/28/01--01048--008

\*\*\*\*\*78.75 \*\*\*\*\*78.75

EFFECTIVE DATE  
4-1-2001

5

Signature

Requested by:

WL 3/28 11:00

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR 29 AM 11:41

APPROVED  
AND  
FILED

3/28

**ARTICLES OF INCORPORATION  
OF  
WOMEN ABOARD, INC.**

**ARTICLE I  
NAME AND ADDRESS**

**EFFECTIVE DATE**

- 1.00 The name of the corporation shall be WOMEN ABOARD, INC.
- 1.01 The principal address of the corporation is 11361 Ellison Wilson Road, North Palm Beach, Florida 33408.

**ARTICLE II  
DURATION**

- 2.00 The corporation shall have perpetual existence.
- 2.01 The date and time of the commencement of the corporation's existence shall be 12:01 A.M., April 01, 2001.

**ARTICLE III  
PURPOSE**

- 3.00 The corporation is organized for the purposes of: (a) the marketing, promotion, and education of boating products, activities, and services primarily directed to women; (b) to establish a network of women involved in boating and related activities; or (c) other such directly or indirectly related business opportunities including the sale of boating related products, activities, and services.

- 3.01 The corporation shall be authorized to engage in, and transact business in, any other lawful business or activity in which corporations are permitted to engage.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

- 4.00 The street address of the registered office of this corporation is: 11361 Ellison Wilson Road, North Palm Beach, FL 33408, and the name of the initial registered agent of this corporation at that address is David G. Russell, Sr.

**ARTICLE V  
BOARD OF DIRECTORS**

- 5.00 The corporation shall have two (2) directors.

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5.01 The number of directors may be increased or decreased (but never less than one) from time to time as may be established by the By-Laws.

5.02 The names and addresses of the initial directors of the corporation are: Maria B. Russell, 11361 Ellison Wilson Road, North Palm Beach, FL 33408 and David G. Russell, Sr., 11361 Ellison Wilson Road, North Palm Beach, FL 33408

#### **ARTICLE VI CAPITAL STOCK**

6.00 The corporation shall be authorized to issue one hundred thousand (100,000) shares of common stock without par value.

6.01 A majority of the outstanding shares shall constitute a quorum at stockholders' meetings unless otherwise provided in the By-Laws, but shall not be less than thirty-three and one-third percent (33-1/3%).

6.02 The shareholders shall have preemptive rights. In addition, all stock shall be Section 1244 stock as set forth in the Internal Revenue Code.

#### **ARTICLE VII INCORPORATOR**

7.00 The name and address of the person signing these Articles of Incorporation is: Maria B. Russell, 11361 Ellison Wilson Road, North Palm Beach, FL 33408.

#### **ARTICLE VIII POWERS**

8.00 The corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, as amended.

#### **ARTICLE IX MEETINGS BY CONFERENCE TELEPHONE**

9.00 Members of the Board of Directors of the corporation may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

#### **ARTICLE X ACTION BY BOARD OF DIRECTORS WITHOUT MEETING**

10.00 The directors of the corporation may take action by written consent as provided by law.

**ARTICLE XI  
INDEMNIFICATION**

11.00 The corporation shall indemnify any officer, director, employee or any former officer, director, employee or agent to the fullest extent permitted by law.

**ARTICLE XII  
AMENDMENT**

12.00 The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XIII  
REDEMPTION**

13.00 The corporation shall have the right to purchase shares of stock of the corporation and to hold the same as treasury stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
Maria B. Russell

STATE OF FLORIDA       )  
COUNTY OF PALM BEACH )

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Maria B. Russell, known personally to me, and known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Palm Beach Gardens, Florida, this 27<sup>th</sup> day of March, 2001.



Ronald E. Antill  
MY COMMISSION # CCB87453 EXPIRES  
December 15, 2003  
BONDED THRU TROY FAHN INSURANCE, INC.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

**ACCEPTANCE OF APPOINTMENT  
AS  
REGISTERED AGENT  
OF  
WOMEN ABOARD, INC.**

I, David G. Russell, Sr., whose address is 11361 Ellison Wilson Road, North Palm Beach, FL 33408, hereby accept appointment as Registered Agent of WOMEN ABOARD, INC., made pursuant to Section 607.034, Florida Statutes.

I further state that I am familiar with, and accept the obligations of, Section 607.325, Florida Statutes.

Dated this 27<sup>th</sup> day of March, 2001.

  
David G. Russell, Sr.

APPROVED  
AND  
FILED  
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TALLAHASSEE, FLORIDA