

P020000077105

THE LAW OFFICES OF
GREGORY H. ZOGRAN, P.A.

7000 S.E. FEDERAL HIGHWAY
SUITE 300
STUART, FLORIDA 34997

TELEPHONE (561) 220-9699
TELEFAX (561) 220-1410

February 21, 2002

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

600005001056--4
-02/25/02--01056--006
*****78.75 *****78.75

Re: R & B YACHT MARKETING, INC.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation, together with a check in the amount of \$78.75 to cover the cost of filing the Articles of Incorporation (\$70.00) and for a certified copy of the Articles (\$8.75). After filing, please forward a certified copy of the Articles of Incorporation to the undersigned in the envelope provided.

Please call me if you have any questions.

Very truly yours,


Gregory H. Zogran

GHZ:cew
Enclosure(s)

cc: Rebecca Sherrod
Capt. Ron Weintraub

FILED
02 FEB 25 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE FEB 27 2002

3

ARTICLES OF INCORPORATION

FILED

02 FEB 25 PM 12:48

Of

R & B YACHT MARKETING, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the corporation ("Corporation") is R & B YACHT MARKETING, INC.

ARTICLE II - EXISTENCE

The existence of the Corporation shall begin when the Articles of Incorporation are filed with the Department of State.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 16008 S.W. Indianwood Circle, Indiantown, Florida 34956.

ARTICLE III - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The initial street address of the Corporation's registered office is 16008 S.W. Indianwood Circle, Indiantown, Florida 34956. The initial registered agent for the Corporation at that address is Rebecca Sherrod.

ARTICLE V - INCORPORATOR(S)

The names and street addresses of the incorporators to these Articles of Incorporation are:

1. Rebecca Sherrod
16008 S.W. Indianwood Circle
Indiantown, Florida 34956

2. Ron Weintraub
16008 S.W. Indianwood Circle
Indiantown, Florida 34956

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation on February 21st, 2002.

Rebecca Sherrod
Rebecca Sherrod, Incorporator

Ron Weintraub
Ron Weintraub, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for R & B YACHT MARKETING, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

Rebecca Sherrod
Rebecca Sherrod, Incorporator & Registered Agent

FILED
02 FEB 25 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA