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FLORIDA SECRETARY OF STATE

Division of Corporations

P. O. Box 6327, Tallahassee, FL 32314

June 7, 2002

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 JUN 10 AM 9:08

FILED

Re: Filing of Articles of Organization - Florida For Profit Corporation

Dear Madam:

800005728458--2  
-06/10/02--01047--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please find enclosed the Articles of Incorporation for a new for-profit corporation, "Oceana Cruise Line, Inc." submitted for filing. A second copy of the Articles of Incorporation are provided and we ask you to date stamp this copy and return it with the confirmation of the filing.

My check for \$70.00 to cover the \$35 filing fee and the \$35 registered agent fee is enclosed.

Thank you for your attention to this matter.

Very truly yours,

  
Glenn G. Kolk

Encl. (\$70 check)

gc 6/12

**ARTICLES OF INCORPORATION  
of  
OCEANA CRUISE LINE, INC.**

***Article One - Name***

The name of this Corporation is OCEANA CRUISE LINE, INC.

***Article Two - Duration***

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

***Article Three - Purpose***

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida and may qualify and engage in such business or businesses anywhere in the world where it may be legal to do so.

***Article Four - Capital Stock***

This Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

***Article Five - Initial Registered Agent and Principal Office Address***

The name and street address of the registered agent of this Corporation is Glenn G. Kolk, 520 Brickell Key Drive, Suite 1606, Miami, Florida 33131. The initial principal office address of this corporation is 1800 Southeast 10<sup>th</sup> Avenue, Fort Lauderdale, FL 33316.

***Article Six - Initial Board of Directors***

This Corporation shall have not more than three (3) directors. The number of directors may be increased or diminished from time to time only by a vote of the shareholders and vacancies in the Board of Directors shall only be filled by the action of the shareholders.

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The names and addresses of the initial directors of this Corporation are:

Name:	At:
Glenn G. Kolk	520 Brickell Key Drive, Suite 1606 Miami, Florida 33131
James S. Winch	c/o Bradford Yacht Sales, Inc. 3151 State Road 84, Fort Lauderdale, FL 33312
Frank Del Rio	1800 Southeast Tenth Avenue Fort Lauderdale, Florida 33316

*Article Seven - By-Laws*

The By-Laws of this Corporation may be adopted, altered, amended or repealed only by the shareholders.

*Article Eight - Indemnification*

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

*Article Nine - Incorporator*

The name and address of the person signing these Articles is Glenn G. Kolk, 520 Brickell Key Drive, Suite 1606, Miami, Florida 33131.

*Article Ten - Amendment*

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7<sup>th</sup> day of June, 2002.

  
Glenn G. Kolk  
Incorporator

*Acceptance of Registered Agent*

Having been named to accept service of process for the above corporation at the place designated in Article Five of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties of a registered agent.

Dated this 7<sup>th</sup> of June, 2002.

  
Glenn G. Kolk

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