#### · CAPITAL CONNECTION, INC.

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

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inited Yacht Sales Inc	500071381359 -08/15/0201039025 *****78.75 *****78.75
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# ARTICLES OF INCORPORATION FOR UNITED YACHT SALES, INC.

The undersigned hereby form a corporation pursuant to Chapter 607 of the Florida Statutes.

# ARTICLE ONE NAME

The name of this corporation shall be UNITED YACHT SALES, INC.

# ARTICLE TWO DURATION

This corporation shall have perpetual existence.

# ARTICLE THREE PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

# ARTICLE FOUR CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

# ARTICLE FIVE INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 15 Heritage Ridge Way, Stuart, Florida 34996. The name of the initial registered agent of this corporation at that address is: Peter A. Schmidt.

#### ARTICLE SIX DIRECTOR

This corporation shall have one (1) director constituting its initial board of directors. The number of directors may be either increased or diminished from time to time by the by-laws of the corporation, but shall never be less than one (1). The names and addresses of the initial members of the board of directors is:

PETER A. SCHMIDT 15 Heritage Way Stuart, Florida 34996

# ARTICLE SEVEN INCORPORATOR

The name and address of the individual signing these Articles of Incorporation as incorporator is:

PETER A. SCHMIDT 15 Heritage Way Stuart, Florida 34996

# ARTICLE EIGHT PRINCIPAL OFFICE

The principal office and mailing address of the corporation is: 15 Heritage Ridge Way, Stuart, Florida 34996.

#### ARTICLE NINE INDEMNIFICATION

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

# ARTICLE TEN PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that to which she already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE ELEVEN AMENDMENTS TO ARTICLES AND BY-LAWS

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the bylaws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this // day of August, 2002.

ETER A. SCHMIDT

STATE OF FLORIDA COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this \( \frac{1}{2} \) day of August, 2002, by PETER A. SCHMIDT, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

(NOTARY SEAL)

KIMBERLY A. SANTORO
MY COMMISSION # CC 902976
EXPIRES: January 18, 2004
Bonded Thru Notary Public Underwriters

Printed Name.

NOTARY PUBLIC My Commission Expires:

#### **ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation, UNITED YACHT SALES, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

**DATED** this <u>///</u> day of August, 2002.

PETER A. SCHMIDT

FILED
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SECRETARY OF STATE