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Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

ABACA YACHTS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

OCT 15 2002

10/15/02

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
Abaca Yachts Inc.

Article II. Address

The Corporation's mailing address is:
8406 Little John Junction Road
Navarre, FL 32566

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Cinnamon Holderman
8406 Little John Junction Road
Navarre, FL 32566

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Robert Holderman III 8406 Little John Junction Road Navarre, FL 32566
Cinnamon Holderman 8406 Little John Junction Road Navarre, FL 32566
Robert Holderman IV 8406 Little John Junction Road Navarre, FL 32566

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1500 shares of common stock with no par value.

Article VI. Incorporator

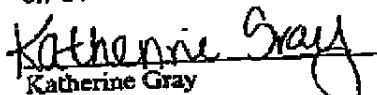
The name and address of the incorporator is:

Katherine Gray
1220 Market Street
Suite 606
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 14, 2002.

The undersigned incorporator executed these Articles of Incorporation on October 14, 2002.


Katherine Gray
Incorporator

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Cinnamon Holderman

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Abaca Yachts Inc.

REGISTERED AGENT/OFFICE

Cinnamon Holderman
8406 Little John Junction Road
Navarre, FL 32566

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

C. Holderman

Date: 10/14/02

American Incorporators Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
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