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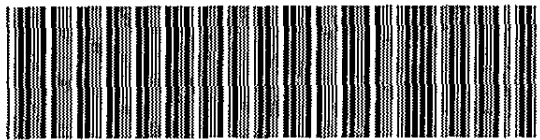
(Business Entity Name)

(Document Number)

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CLERK OF STATE  
TALLAHASSEE FLORIDA

www.33298  
4/1/01



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

November 22, 2002

BRENDA FOLLIS-LENGYEL  
36 SW MIRACLE STRIP PARKWAY  
FT. WALTON BEACH, FL 32548

SUBJECT: TROPICAL YACHT SALES, INC.  
Ref. Number: W02000033298

We have received your document for TROPICAL YACHT SALES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6965.

Shannon Elliott  
Document Specialist  
New Filing Section

Letter Number: 102A00063150

**ARTICLES OF INCORPORATION**

**OF**

**Tropical Yacht Sales and Brokerage, Inc.**

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02 DEC 11 AM 7:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber of these ARTICLES OF INCORPORATION, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, effective January 1, 2003.

**ARTICLE I - NAME**

The name of this corporation is Tropical Yacht Sales and Brokerage, Inc.

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on January 1, 2003.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V - 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 which he already holds, shall have the right to purchase his pro-rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 36 SW Miracle Strip Parkway, Ft. Walton Beach, FL 32548, and the name of the initial registered agent of this corporation at that address is Brenday Follis-Lengyel. The mailing address is 36 SW Miracle Strip Parkway, Ft. Walton Beach, FL 32548.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two(2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation are:

Anthony S. Lengyel

36 SW Miracle Strip Parkway  
Ft. Walton Beach, FL 32548

Brenda Follis-Lengyel

36 SW Miracle Strip Parkway  
Ft. Walton Beach, FL 32548

#### **ARTICLE VIII - INITIAL OFFICERS**

The initial officers who shall serve until their successors are duly elected by a majority vote of the directors are as follows:

President

Anthony S. Lengyel

Secretary/Treasurer

Brenda Follis-Lengyel

#### **ARTICLE IX - INCORPORATORS**

The name and address of the person signing these Articles is:

Brenda Follis-Lengyel

36 SW Miracle Strip Parkway  
Ft. Walton Beach, FL 32548

#### **ARTICLE X - BY LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE XI - SHARES OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount opposite their respective names:

Anthony S. Lengyel

500 Shares

Brenda Follis-Lengyel

500 Shares

#### **ARTICLE XII - INDEMNIFICATION**

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

#### **ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

**ARTICLE XIV - RESTRICTION OR TRANSFERABILITY OF STOCK**

The shares of the capital stock of this corporation shall be issued initially as set forth in ARTICLE XI. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

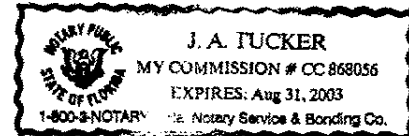
  
Brenda Follis-Lengyel

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, did personally appear, Brenda Follis-Lengyel, who is personally known to be the person who executed the foregoing ARTICLES OF INCORPORATION and she acknowledged before me that she executed those ARTICLES OF INCORPORATION.

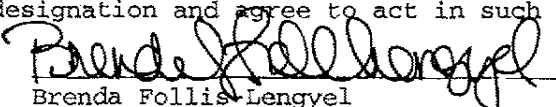
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12<sup>th</sup> day of November, 2002.

  
Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been duly designated as registered agent for the herein corporation, I hereby accept such designation and agree to act in such capacity.

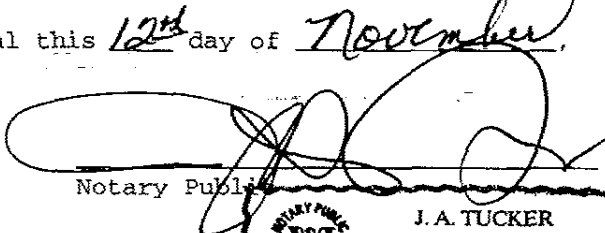
  
Brenda Follis-Lengyel  
36 SW Miracle Strip Parkway  
Ft. Walton Beach, FL 32548

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02 NOV 19 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, did personally appear Brenda Follis-Lengyel, who acknowledged that she executed the foregoing ACCEPTANCE for the purpose stated herein.

WITNESS my hand and official seal this 12<sup>th</sup> day of November, 2002.

  
Notary Public

