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Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

OFFER YACHT SALES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
OFFER YACHT SALES, INC.**

ARTICLE I: NAME

The name of this corporation is **OFFER YACHT SALES, INC.**, whose address 130 S.W.
91 Avenue, Apartment 308, Plantation, Florida 33324

ARTICLE II: DURATION

This corporation shall have perpetual existence.

ARTICLE III: PURPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes, including, but not limited, a licensed boat brokerage and/or boat dealer..

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V: PRE-EMPTIVE 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 prorata share

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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 130 S.W. 91 Avenue, Apartment 308, Plantation, Florida 33324 and the name of the initial registered agent of this corporation is:

Robert H. Offer

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation are:

**Robert H. Offer
130 S.W. 91 Avenue
Apartment 308
Plantation, Florida 33324**

ARTICLE VIII: INCORPORATOR

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

**Robert H. Offer
130 S.W. 91 Avenue
Apartment 308
Plantation, Florida 33324**

ARTICLE IX: INDEMNIFICATION

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

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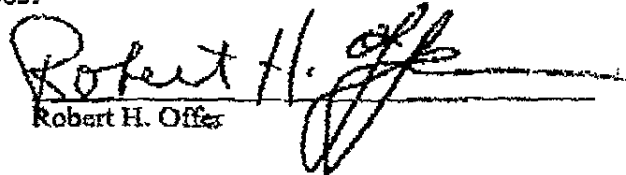
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ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of September, 2003.


Robert H. Offer

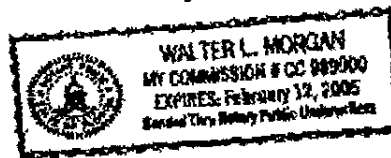
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 3rd day of September, 2003, by Robert H. Offer, who (A) is personally known to me or who () has produced _____ as identification; and who () did or () did not take an oath.


Notary Public, State of Florida
Print name:
My Commission Expires:

(seal)



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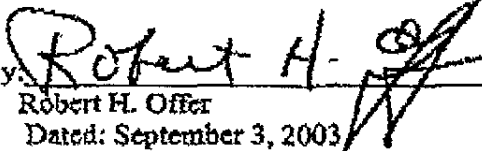
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REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

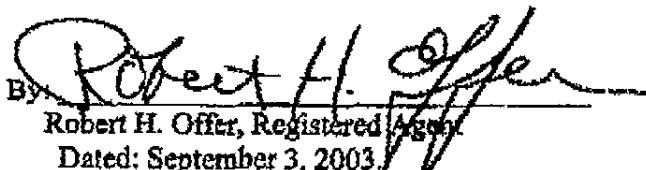
THAT, OFFER YACHT SALES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Plantation, State of Florida, has named **Robert H. Offer, 130 S.W. 91 Avenue, Apartment 308, Plantation, Florida 33324** as its agent to accept service of process within the State of Florida.

OFFER YACHT SALES, INC.

By: 
Robert H. Offer
Dated: September 3, 2003

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with and accepts the obligations of this position.

Robert H. Offer, Registered Agent

By: 
Robert H. Offer, Registered Agent
Dated: September 3, 2003