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FILED  
04 JAN -2 PM 3:31  
STATE  
TALLAHASSEE, FLORIDA

MARK FRANZONI  
XPRESS, INC.  
85 SAILFISH DR. E.  
ATLANTIC BEACH, FL 32233

January 1, 2004

Hon. Glenda Hood  
ATT: Corporate Records  
P.O. Box 6327  
Tallahassee, Fl 32314

RE: YACHTS & BOATS, INC.

Dear Madam:

Enclosed please find the original Articles of Incorporation for the above referenced corporation.

Also, please find a check in the amount of \$70.00 for filing of same. Your assistance in this matter is greatly appreciated.

If you have any further questions, feel free to call me at (904) 249-9399.

Yours truly,

A handwritten signature in black ink, appearing to read 'Mark Franzoni', written in a cursive style.

Mark Franzoni

**ARTICLES OF INCORPORATION  
OF  
YACHTS & BOATS, INC.**

**FILED**  
04 JAN -2 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation shall be:

**YACHTS & BOATS, INC.**

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be:

**10960 BEACH BLVD. #309, JACKSONVILLE, FL 32246**

**ARTICLE III - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 100 shares of ONE DOLLAR (\$1.00) par value common stock which will be designated as "Common Shares."

#### **ARTICLE VI - 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 at the price at which it is offered to others.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and office of this Corporation shall be:

**FRED KLINGER  
10960 BEACH BLVD. #309  
JACKSONVILLE, FL 32246**

#### **ARTICLE VIII - BOARD OF DIRECTORS**

This Corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholders until such time directors are designated as provided by the Bylaws.

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

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

**FRED KLINGER  
10960 BEACH BLVD. #309  
JACKSONVILLE, FL 32246**

#### **ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director to the full extent permitted by law.

#### **ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

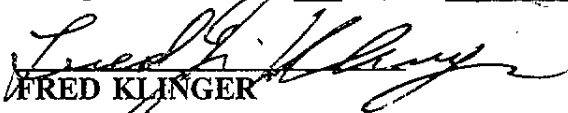
#### **ARTICLE XII: INITIAL OFFICERS OF CORPORATION:**

The name, title and current Florida street address of the initial officers of this corporation shall be:

President

**FRED KLINGER  
10960 BEACH BLVD. #309  
JACKSONVILLE, FL 32246**

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 2<sup>nd</sup> day of DECEMBER, 2003.

  
FRED KLINGER

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **FRED KLINGER**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29 day of December, 2003.

  
NOTARY PUBLIC, State of

Florida at Large

My Commission Expires: 10/27/04



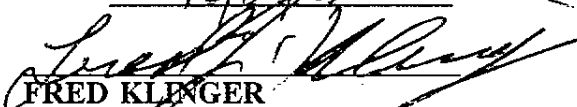
Juanita C. Knox  
MY COMMISSION # CC964097  
Expires October 27, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that **YACHTS & BOATS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **10960 BEACH BLVD. #309, JACKSONVILLE, FL 32246**, has named **FRED KLINGER** as its agent to accept service of process within Florida.

Dated: 12/29/03

  
FRED KLINGER

Having been named to accept service of process for the above named 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 performance of my duties.

  
FRED KLINGER  
Registered Agent