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Florida Department of State  
Division of Corporations  
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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

darby yachts, inc.

Certificate of Status	0
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07-06-04  
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ARTICLES OF INCORPORATION

Of

Darby Yachts, Inc.

(4)

ARTICLE I

NAME

The name of this corporation is Darby Yachts, Inc. located at 2631 NE 5<sup>th</sup> Street, Pompano Beach, FL 33062-4922.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

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.

Richard L. Shoemaker, CPA  
612 NE 26<sup>th</sup> Street  
Wilton Manors, FL 33305-1208  
Telephone (954) 630-3138

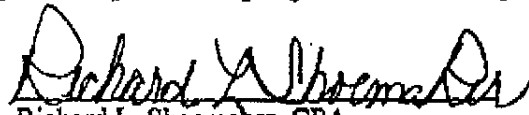
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ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 612 NE 26<sup>th</sup> Street, Wilton Manors, FL 33305-1208 and the name of the initial registered agent of this corporation at that address is Richard L. Shoemaker, CPA. The undersigned registered agent is accepting service for Darby Yachts, Inc. this 1st day of July 2004.

  
Richard L. Shoemaker, CPA

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 Bylaws but shall never be less than one. The name and address of the initial Director of this corporation is:

NAME  
Kenneth Rodgers Jr.

ADDRESS  
2631 NE 5<sup>th</sup> Street  
Pompano Beach, FL 33062-4922

ARTICLE VIII

INCORPORATION

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

NAME  
Kenneth Rodgers Jr.

ADDRESS  
2631 NE 5<sup>th</sup> Street  
Pompano Beach, FL 33062-4922

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

104 58 104

### AMENDMENT

IN WITNESS WHEREOF, The undersigned subscribers has executed these Articles of Incorporation this 1<sup>st</sup> day of July, 2004.

*[Handwritten signature]*

COUNTY OF BROWARD )

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 1<sup>st</sup> day of July, 2004.

*Laura L. Ragle*  
Notary Public  
State of Florida at Large

State of Florida at Large

**My commission expires:**



Laura P. Hogle  
MY COMMISSION # DD095600 EXPIRES  
March 31, 2006  
BONDED THROUGH FARMERS INSURANCE INC.

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