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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CYS YACHT MANAGEMENT INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: BYRON D. HATCHER
Name (Printed or typed)

2294 N. U.S. ONE
Address

FT. PIERCE FL 34946
City, State & Zip

772-332-6183
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION Of CYS YACHT MANAGEMENT, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Incorporator does hereby certify the purpose of forming a corporate body under and by virtue of the laws of the State of Florida, and especially under and by virtue of Chapter 607 and/or Chapter 621 of the Florida Statutes, for the transaction of business with and under the following charter:

ARTICLE I

The name of the corporation shall be:

CYS Yacht Management, Inc.

ARTICLE II

The Principal place of business and mailing address of the corporation shall be:

1 Avenue "A" Suite 11 Fort Pierce, Florida 34950

ARTICLE III

The general purpose of the business to be conducted by this corporation shall be:

1. To such extent as a corporation organized under the corporation laws of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with or incident to, the accomplishment of any of the proposed or the attainment of any one of more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its properties, and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or exercise under the corporation laws of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore.

2. To lease, sell exchange, mortgage, buy, transfer, hold, own, develop, improve, divide, subdivide, pledge, or in any manner whatsoever acquire and dispose of, on its own account or on commission, property of all kinds, real, personal and mixed and including rights, easements and incorporeal hereditament appurtenant thereto, and including patents and patent rights and processes; and while the owner of any property to exercise all the rights, powers, and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owed by it, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.
3. To engage in the business of manufacturing, buying, selling, leasing, and distributing machinery, devices, products, materials and accessories of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, railroad, canal, or cemetery company; a building and loan association, a mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.
4. To manufacture, purchase or otherwise acquire, 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; expect that it is not to conduct any banking, safe deposit, trust, insurance, surety, railroad, canal, telegraph or cemetery company, a building and loan association, a mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.
5. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.
6. To contract debts and borrow money, issue and sell or pledge bonds, debenture, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, and other instruments to secure the payment of corporate indebtedness as required.
7. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock hereof, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other State or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
8. To own, maintain, use, and operate, trucks, automobiles and other vehicles, for itself and for hire, and in connection therewith to transport for point to point freight or any articles whatsoever in consideration of the charges to be made therefore, or for itself.
9. To own, maintain, use and operate any tools, plant equipment, appliances, supplies, fixtures, equipment or other articles or things whatsoever, and to lease, let, hire, buy, sell, trade, exchange, and deal with any of the foregoing in any manner whatsoever, for itself, for others or for hire.
10. To conduct a general brokerage agency and commission business for others in the purchase and sale of personal property, stocks, bonds and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages or real or personal property, and any evidence of value to secure them and to act as agents for letting

houses, lands, or personal property, and the collection of rents and the payment of taxes.

11. To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions, and conduct all business appertaining thereto, including and making of advances on goods sorted and deposited with it, and to have and receive all the rights and emoluments thereto belonging.
12. To buy, loan money upon, sell, transfer, assign, discount, borrow money upon, and pledge as collateral, and otherwise deal as principal, agent or broker in bills of lading, warehouse receipts, evidence of deposit and storage of personal property, bonds, stocks, promissory notes, conditional bills of sale, retain title contracts, commercial paper, accounts, invoices, interest in estates, contracts, mortgages on real and personal property, pledges of personal property and other evidence of indebtedness of persons, firms or corporations and to own, hold or convey such real estate and share of stock in other corporations, domestic and foreign, as may be necessary or expedient in the operation of its business, and to do all things incidental thereto; to buy, sell and deal in all kinds of listed and unlisted bonds and stocks on commission; to act as agent or factor for any person, firm or corporation; but not, however, for the purpose of carrying on the business of banking or any business for the transaction of which a corporation is required under the laws of the State of Florida to qualify as a banking corporation.
13. To purchase or otherwise acquire letters of patent, concessions, licenses, inventions, right and privileges, subject to royalty, or otherwise and whether exclusive, non-exclusive or limited, or any part interest in such letters of patent, concessions, licenses, inventions, rights and privileges, whether in the United States or in any other part of the world; to sell, grant or let any patent rights, concession, licenses, inventions, rights or privileges belonging to the company, or which it may acquire, or any interest in the same; to register any patent or patents for any invention or inventions, to obtain exclusive or other privileges in respect of the same, in any part of the world, and to apply for, exercise, use or otherwise deal with or turn to account any patent rights, concessions, monopolies or other rights or privileges in the United States or in any part of the world; to manufacture and produce, and trade and deal in all machinery, plant articles, appliances, and things capable of being manufactured, produced or traded in by virtue of or in connection with any such letters of patents, concessions, licenses, inventions, rights or privileges as aforesaid.
14. The corporation may use and apply its surplus earnings or accumulated profits authorized by law to be reserved, to the purchase or acquisition of property, and to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms as its Board of Directors shall determine, and to hold the same in its treasury to be thereafter sold, issued, or disposed of when and in such manner as the Board of Directors may deem expedient; and neither such property nor the capital stock so purchased and acquired, nor any of its capital stock taken in payment or satisfaction of any debt due to the corporation shall be regarded as profits for the purpose of declaration or payment of dividends, unless otherwise determined by a majority of the Board of Directors or by a majority of the stockholders.
15. To acquire by purchase, subscription or otherwise and to hold or dispose of stocks, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes,

and other evidences of indebtedness of any corporations, stock company, or association now or hereafter existing, and whether created by or under the laws of the State of Florida, or otherwise; and to pay for any of the same in cash, in property of any kind, in services, in the stock of this corporation, in bonds, in notes, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; and to acquire and hold the same for investment, or otherwise to acquire and use, and to sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the same; and to aid in any manner any corporation, stock company, or association whose stock, bonds or other obligations are held or are in any manner guaranteed by the company, and to do any other acts or things for the preservation, protection or improvement or enhancement of the value of any such stock, bonds, or other obligations, to exercise all the rights, powers and privileges of ownership thereof, and to exercise all voting power thereof, with power to designate some person for that purpose from time to time to the same extent as a natural person or persons might or could do.

16. To enter into, make, and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, territory, state, government, or colony dependency thereof.
17. To acquire the good will, rights, and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm or corporation or association; to pay for the said good will, rights, property and assets in cash, in property of any kind, in the stock of this corporation, in bonds, or otherwise, or by undertaking the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired; and to exercise all powers necessary or convenient in or about the conduct and management of such business.
18. For itself or as agent, broker, or correspondent for others, to negotiate and make loans, unsecured or secured by mortgages, bills of sale, or otherwise, upon personal or real property; and to do all things necessary in the transaction of business as loan correspondent or mortgage company.
19. In the purchase or acquisition of property, business, rights, or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to the amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, or otherwise.
20. To conduct its business or any part or parts thereof in the United States of America, or any of them, in the territories and the District of Columbia, and in any and all dependencies, colonies, or possessions of the United States of America, and in foreign countries or jurisdictions without restriction as to place; and to have one or more offices or agencies and keep such books of the company outside of the State of Florida as are not required by law to be kept within this State.
21. To do all and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendments thereto, or necessary or incidental to the protection and benefit of this corporation and in general

to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation, whether or not such business is similar to the nature of the objects set forth, to the same extent as a natural person might or could do.

22. None of the objects and powers hereinabove specified and clauses and paragraphs contained in this Article, shall in anyway be limited or restricted by references to or inference from the terms of any other objects, powers, clauses or paragraphs of this Article or any other Article in this Certificate, but the objects and powers specified in each of the paragraphs and clauses in this Article shall be regarded as independent objects and powers. The foregoing clauses shall be construed both as objects and powers, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to restrict or limit in any manner the powers of this corporation as may be provided by law or otherwise.

ARTICLE IV

The maximum number of shares of stock which may be issued by this corporation is ONE HUNDRED SHARES OF COMMON STOCK of no par value.

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

Cumulative voting of shares of stock is authorized.

ARTICLE VII

The Registered Office of this corporation shall be located at 1 Avenue "A" Ft. Pierce, Florida 34950 and the first Registered Agent of the corporation shall be Jackie Clark.

ARTICLE VIII

The business of the corporation shall be conducted and managed by a Board of Directors, consisting of not less then one (1) member, as fixed from time to time by the By-Laws of the Corporation. The Board of Directors shall be elected or appointed by the stockholders, but it shall not be necessary that such directors be stockholders of the corporation.

ARTICLE IX

The number of Directors constituting the initial Board of Directors of the Corporation is one and the names and address of the person who is to serve as Director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Name	Address
Jackie Clark	1 Ave. "A" Ft. Pierce, Florida 34950

ARTICLE X

The officers of the corporation shall be elected by the Board of Directors of the corporation at a meeting to be held immediately following each annual meeting of the stockholders. New offices may be created, and appointment may be made therefore, and any office that may become vacant may be filled by the Board of Directors of the corporation at any regular meeting or any special meeting called for that purpose. The duties of the officers of the corporation shall be prescribed by the By-Laws. The officers who shall serve during the first year of existence of the corporation, or until their successors are elected and have qualified, are as follows:

Jackie Clark	President
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ARTICLE XI

The name and post office address of the subscriber to the capital stock of the corporation and the number of shares she agrees to take care is:

Name	Address	# of Shares
Jackie Clark	1 Ave. "A" Ft. Pierce, Fl 34950	50

In furtherance and not in limitation of the powers conferred by statute, the corporation shall have and may exercise the following powers:

1. The corporation shall have the power, if the By-Laws so provide, to hold meetings, both of stockholders and directors, either within or without the State of Florida, at such places as may from time to time be designated by the Board of Directors.
2. Meetings of the directors and of stockholders may be held upon such notice thereof as may be set forth in the By-Laws of the corporation, subject to any statutory restrictions relative thereto, but any requirement as to notice of such meeting that may be set forth in the By-laws of the corporation shall not prevent, and nothing herein shall be construed as preventing, any stockholder or director from waiving

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- notice of any meeting in such manner as may be provided or permitted by the Statutes of the State of Florida, and by the By-Laws of this corporation consistent therewith.
3. The number of directors of this corporation shall be fixed from time to time by the By-Laws, and may be increased or decreased as shall be provided by the By-Laws, subject to any limitation imposed by the Certificate of Incorporation or any amendment thereto. Any vacancy in the Board of Directors, caused by an increase in the number of directors, or by death, resignation, or other cause, may be filled by the directors in the office, by the affirmative vote of a majority thereof, and the person so chosen to fill any such vacancy shall hold office until the next annual meeting of the stockholders, and until his successor shall have been elected and shall have qualified.
 4. The corporation in its By-Laws may confer upon the directors powers additional to the foregoing and to powers and authorities expressly conferred upon them by statute.
 5. It shall not be necessary for any officer of the corporation, other than the President, to be a director, or for any officer to be a stockholder.
 6. The annual meeting of the stockholders shall be held on such day as may be fixed by the By-Laws of the corporation, and the date of such meeting may be changed from time to time as the By-Laws may provide; and the manner of calling the meeting of stockholders and directors shall be fixed by the By-Laws.
 7. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of stockholders are subject to this reservation.

ARTICLE XII

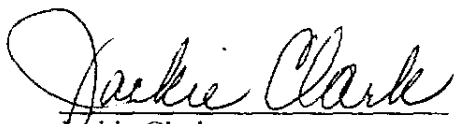
Each director and officer, in consideration of his service, shall be indemnified, whether then in office or not, for the reasonable costs and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been an officer of the corporation or director of the corporation, whether or not wholly owned or by reason of any act or omission to act as such director or officer provided that he shall not have been derelict in the performance of his duty as to the matters or matter in respect of which claim is asserted or proceeding brought. The foregoing right of indemnification shall not be exclusive of any other rights to which any director or officer may be entitled as a matter of law.

ARTICLE XIII

No contract or other transaction between the corporation and any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of the

directors or officers of this corporation is or are interested in, or is a member, stockholder, director or officer, or are members, stockholders, directors or officers of such other firm or corporation; and any director or directors or officer or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction or this corporation or in which this corporation is interested, and no contract, act of transaction of this corporation with any other person or persons, firm, association or corporation, shall be affected or invalidated by reason of the fact that any director or directors or officer or officers of this corporation, and each and every person who may become a director or officer of this corporation is hereby relieve from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested.

IN WITNESS WHEREOF, We, the undersigned, being the sole subscriber to the capital stock of CYS YACHT MANAGEMENT, INC. as herein set forth do hereby make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and I do hereby agree to take the number of shares of stock hereinbefore set forth and stated and accordingly I have set my hand and seal in the County of St. Lucie, State of Florida, this 8 day July of 2004.


Jackie Clark

ARTICLE XIII

The name and address of the Incorporator is:

Name	Address
Jackie Clark	1 Ave. "A" Ft. Pierce, Florida 34950

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
AND NOTIFICATION OF SOLE INCORPORATOR**

I, Jackie Clark, agree to accept designation as Registered Agent for CYS Yacht Management, Inc.; to accept service of process, to keep the office open during prescribed hours and to post my name in some conspicuous place as required by law.

Jackie Clark

Jackie Clark

Registered Agent

7-8-04

Date

Jackie Clark

Jackie Clark

Sole Incorporator

7-8-04

Date