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02/14/05--01015--022 **78.75

2005 FEB 14 PM 01:56
VALLEY COUNTY, CA

2/22/05

STEVEN D. RUBIN
ATTORNEY AT LAW
SUITE 434
COMPSON FINANCIAL CENTER
980 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

BOARD CERTIFIED:
REAL ESTATE LAW

TELEPHONE (561) 391-7992
FAX (561) 347-0828

February 8, 2005

Secretary of State
Department of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

MAILED
FEB 14 PM 3:15
92013 41 323000

Re: Affiniti Yacht Brokerage South, Inc.

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Affiniti Yacht Brokerage South, Inc., along with my check in the amount of \$78.75 for the filing fee.

Thanking you in advance for your assistance and cooperation. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Steven D. Rubin

SDR/mjh
enclosures

ARTICLES OF INCORPORATION
OF
AFFINITI YACHT BROKERAGE SOUTH, INC.

2008 FEB 14 PM 3:57
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATION NAME

The name of the Corporation is AFFINITI YACHT BROKERAGE SOUTH, INC.

ARTICLE II

PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue two (2) classes of common stock.

1. This Corporation is authorized to issue 1,000 shares of voting common stock.

The voting common stock of the Corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of voting common stock owned.
That a voting common stockholder is interested in a matter shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of

directors and all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

2. This Corporation is also authorized to issue 1,000 shares of non-voting common stock.

- (a) Par value shall be \$1.00 per share.
- (b) The holders of non-voting common stock shall not be entitled to vote on any corporate matters, for election of directors, or for any other purpose.
- (c) The holders of non-voting common stock shall have the identical rights to distribution and liquidation proceeds as the holders of voting common stock.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

The street address of the initial registered office of this Corporation is 2711 Marina Circle, Lighthouse Point, Florida 33064. The name of the initial registered agent of this Corporation is Craig R. Travis. The Board of Directors may, from time to time, change the street address of the Corporation as well as the location of its principal office. The principal and mailing address for the Corporation is 2711 Marina Circle, Lighthouse Point, Florida 33064.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) Directors initially. The number of Directors may

be increased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Directors of this Corporation are Craig R. Travis, 250 N. W. 40th Avenue, Delray Beach, Florida 33445, Mitchell Kunik, 560 Golden Harbour Drive, Boca Raton, Florida 33431 and Jorge Luis del Rosal, 9400 S. W. 116th Street, Miami, Florida 33176.

ARTICLE VII

INCORPORATORS

The name and address of the person signing these Articles is Craig R. Travis, 250 N. W. 40th Avenue, Delray Beach, Florida 33445.

ARTICLE VIII

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 pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

AMENDMENT

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

ARTICLE X

DATE OF CORPORATE EXISTENCE

The date the beginning of the corporate existence of AFFINITI YACHT BROKERAGE

SOUTH, INC. shall be at the time of these Articles filing with the Secretary of State.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE
ARTICLES OF INCORPORATION ON THIS 8th DAY OF FEBRUARY, 2005.

Craig R. Travis

CRAIG R. TRAVIS,
Subscriber-Incorporator

STATE OF FLORIDA)

ss.:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 8th day of February, 2005, by Craig R. Travis, who

(please check one)

☒ is (are) personally known to me OR

☐ has (have) produced _____ as
identification and he/she/they

(please check one)

☒ did take an oath

☐ did not take an oath.

My Commission Expires:

Martha J. Hugo
Notary Public



Martha J. Hugo
My Commission DD224938
Expires June 26, 2007

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Florida Statute 607.0501, the following is submitted in compliance with
said Act:

FIRST: That AFFINITI YACHT BROKERAGE SOUTH, INC., desiring to organize under the
Laws of the State of Florida, with its principal offices in the Articles of Incorporation, in the City
of Lighthouse Point, County of Broward, State of Florida, has named Craig R. Travis, 2711
Marina Circle, Lighthouse Point, Florida 33064, as its agent to accept service of process within
the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at
the place designed in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said Act relative to keeping open said offices.

Craig R. Travis
CRAIG R. TRAVIS
Registered Agent

ALLIANCE
REGISTERED
2007