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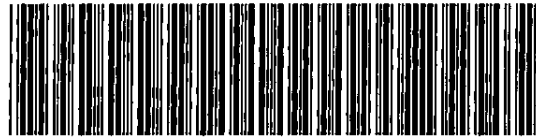
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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LAWRENCE K. JUDD
ATTORNEY AT LAW
SUITE 206
901 S.E. 17TH STREET
FORT LAUDERDALE, FLORIDA 33316

(954)525-3300 OFC
(954)462-8456 FAX

July 25, 2006

Via FedEx

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: JANNACE YACHTS, INC.

Gentlemen/women:

Enclosed please find an original for filing and one photocopy of articles of incorporation for the above-referenced corporation, together with a check to the Secretary of State in the amount of \$78.75 for filing and certified copy fees.

Please return the certified copy of the filed articles to our office address.

Thank you for your services.

Very truly yours,



Lawrence K. Judd

LKJ/
Encl.
File:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
JANNACE YACHTS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the laws of the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: JANNACE YACHTS, INC.

ARTICLE II: PRINCIPAL OFFICE

The address of the initial principal office and the initial mailing address of the corporation shall be 103 N.W. 2nd Avenue, Ft. Lauderdale, FL 33311

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares, common, having a par value of One Dollar (\$1.00) per share.

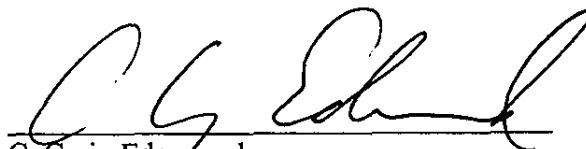
ARTICLE IV: INITIAL DIRECTOR(S)

The initial board of directors shall consist of one (1) member. The number of directors may be either increased or decreased from time to time in the manner provided in the By-Laws, but shall never be less than one (1) individual. The name and address of the individual who is to serve on the initial board of directors is C. Craig Edewaard, 103 N.W. 2nd Avenue, Ft. Lauderdale, FL 33311.

ARTICLE V: INITIAL REGISTERED AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office address is C. Craig Edewaard, 103 N.W. 2nd Avenue, Ft. Lauderdale, FL 33311.

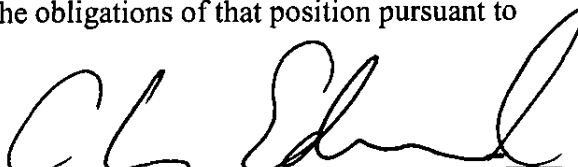
The undersigned incorporator has executed these Articles of Incorporation this 24 day of July, 2006.


C. Craig Edewaard

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SECRETARY OF STATE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for JANNACE YACHTS, INC., a Florida corporation, at the place designated in the Articles of Incorporation, the undersigned acknowledges that he is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3), Florida Statutes.


C. Craig Edewaard

Date: July 24, 2006.