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(Requestor's Name)

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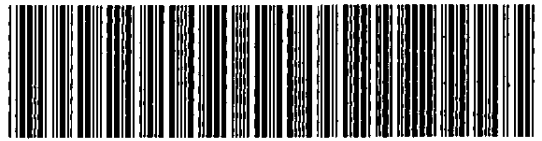
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/30/09--01007--004 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 OCT 30 PM 2:09

APPROVED
AND
FILED

PEARSE & STINSON, P.A.
LAWYERS

RICHARD L. PEARSE, JR.
SHERRI M. STINSON

DEBRA A. LEPLA,
PARALEGAL

1239 S. MYRTLE AVENUE
CLEARWATER, FLORIDA 33756-3469

TELEPHONE: (727) 462-9009
FAX: (727) 449-2205
E-MAIL: LAWYERS@PEARSE.NET

OF COUNSEL:
PIERRO & ASSOCIATES, LLC†
ALBANY, NEW YORK
NEW YORK, NEW YORK
†MEMBERS NOT ADMITTED
IN FLORIDA

October 22, 2009

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of
Rogers Yachts, Inc.

Dear Sir or Madam:

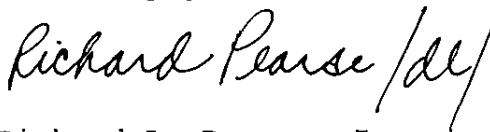
Enclosed you will find the original and one copy of Articles of Incorporation and the Registered Agent Designation for the referenced new corporation. We also enclose our check in the amount of \$78.75, representing the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Certified Copy	<u>8.75</u>
Total	\$78.75

Please return one certified copy of the Articles of Incorporation to this office at your earliest convenience.

Thank you for your attention to this matter.

Sincerely yours,



Richard L. Pearce, Jr.

RLP/dal

Enclosures

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

Article 1. NAME. The name of this corporation is ROGERS YACHTS, INC.

Article 2. PRINCIPAL OFFICE. The address of the principal office of the corporation is 748 Broadway Street #201, Dunedin, FL 34698. The mailing address of the corporation is 748 Broadway Street #201, Dunedin, FL 34698.

Article 3. AUTHORIZED SHARES. The corporation shall have one class of shares which shall be referred to as "common" shares. The corporation is authorized to issue 1000 common shares. The par value of the common shares of the corporation shall be \$1.00 per share.

Article 4. PREEMPTIVE RIGHTS. Every shareholder, upon the sale for cash of any new shares of the 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 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 1239 S. Myrtle Avenue, Clearwater, Florida 33756, and the name of the initial Registered Agent at that address is Richard L. Pearce, Jr.

Article 6. INCORPORATOR. The name and address of the person subscribing to these Articles of Incorporation is:

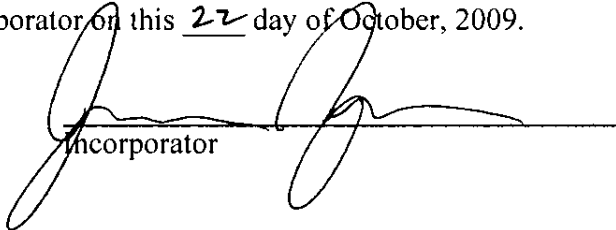
JAMES L. ROGERS
1490 Oak Hill Drive #102
Dunedin, FL 34698

Article 7. PURPOSE. The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida, in accordance with and as permitted by Chapter 607, Florida Statutes.

Article 8. INITIAL DIRECTORS. The name and address of the initial Director of this corporation is as follows:

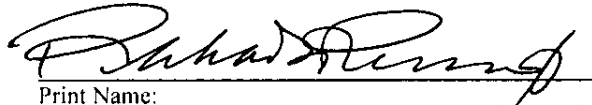
JAMES L. ROGERS
1490 Oak Hill Drive #102
Dunedin, FL 34698

EXECUTED by the undersigned Incorporator on this 22 day of October, 2009.


Incorporator

STATE OF FLORIDA }
COUNTY OF PINELLAS }

The foregoing Articles of Incorporation were acknowledged before me on this October 22, 2009, by JAMES L. ROGERS, who was personally known by me or who produced satisfactory evidence of identity, and who took an oath.


Print Name: _____
Notary Public — State of Florida
Commission No.: _____
My commission expires: _____



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

In compliance with Section 607.0505, FLA. STAT. (2009) the undersigned certifies that ROGERS YACHTS, INC., desiring to organize or qualify under the laws of the State of Florida, has named Richard L. Pearse, Jr., whose address is 1239 S. Myrtle Avenue, Clearwater, Florida 33756, as its Agent to accept Service of Process within the State of Florida.

Dated this 22 day of October, 2009.

ROGERS YACHTS, INC.

By: 
Title: Incorporator

ACCEPTANCE OF DESIGNATION

The undersigned, having been named to accept Service of Process for the above-stated corporation at the place designated in this Certificate, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of all required duties, with which the undersigned certifies that he is familiar.

Dated this 22 day of October, 2009.


RICHARD L. PEARSE, JR.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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