

TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX



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ACCOUNT NO. : 072100000032

REFERENCE : 567818 121501A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

300001442748  
-03/29/95--01047--012  
\*\*\*\$122.50 \*\*\*\$122.50

ORDER DATE : March 29, 1995

ORDER TIME : 9:22 AM

ORDER NO. : 567818

CUSTOMER NO: 121501A

CUSTOMER: C. Holt Smith, III, Esq  
C. HOLT SMITH, III, ESQ

Suite 3301  
1 Independent Drive  
Jacksonville, FL 32202

FILED  
95 MAR 29 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**

**MAR 23 1995**

DOMESTIC FILING

NAME: THE YACHT BROKER GROUP, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

**T. BROWN MAR 29 1995**

RECEIVED  
95 MAR 29 PM 11:27  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

for

**THE YACHT BROKER  
GROUP, INC.**

FILED  
95 MAR 29 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statutes (1993):

**ARTICLE I. NAME AND ADDRESS**

**EFFECTIVE DATE**

**MAR 23 1995**

The name and address of the corporation is:

**THE YACHT BROKER GROUP, INC.  
5039 Timuquana Road, #25  
Jacksonville, Florida 32210**

**ARTICLE II. DURATION**

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III. PURPOSES**

This corporation is organized for the following purposes:

1. Retail sales of new and used boats.
2. To hire and/or train personnel for the purposes of carrying out these purposes.
3. To rent, lease, purchase and/or own facilities which are sufficient for the conduct and/or operation of the purposes of the corporation.
4. To transact any and all lawful business for which corporations may be incorporated or organized.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

#### **ARTICLE V. VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

#### **ARTICLE VI. MANAGEMENT**

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statutes (1993).

#### **ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial Registered Agent of this corporation is 5039 Timuquana Road, Suite 25, Jacksonville, Florida 32210, and the name of the initial Registered Agent of this corporation at that address is **CHRIS WATSON**.

#### **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Director of this corporation is:

**CHRIS WATSON**  
5039 Timuquana Road, Suite 25  
Jacksonville, Florida 32210

#### **ARTICLE IX. INCORPORATOR**

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

**CHRIS WATSON**  
5039 Timuquana Road, Suite 25  
Jacksonville, Florida 32210

**ARTICLE X. AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscribing Incorporator has hereunto set his hand and seal this 23 day of March, 1995, for the purpose of forming this corporation under the laws of the State of Florida.

  
CHRIS WATSON

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **CHRIS WATSON**, who executed the foregoing instrument as Incorporator of **THE YACHT BROKER GROUP, INC.**, a corporation named herein, and acknowledged before me that he executed the same as such Incorporator, in the name of and on behalf of the said corporation. He is personally known to me \_\_\_\_\_ or have produced FL # 1A335-114-54-149-0 as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 23 day of March, 1995.



  
Notary Public  
My Commission Expires:

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

FILED  
95 MAR 29 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

First, that **THE YACHT BROKER GROUP, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named **CHRIS WATSON**, located at 5039 Timuquana Rd., Suite 25, City of Jacksonville, State of Florida, 32210, as its Agent to accept service of process within Florida.

**THE YACHT BROKER GROUP, INC.**

By: Chris Watson  
**CHRIS WATSON**

DATED: March 23<sup>rd</sup>, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Chris Watson  
**CHRIS WATSON**  
Registered Agent

DATED: March 23<sup>rd</sup>, 1995