

1201 HAYS STREET

TALLAHASSEE, FL 32301

800-342-8080

9-22-01

6-2-0393 F



ACCOUNT NO. : 072100000032

REFERENCE : 648590 1024A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : July 26, 1995

ORDER TIME : 10:22 AM

ORDER NO. : 648590

100001546991

CUSTOMER NO: 1024A

CUSTOMER: Warren D. Hayes, Sr, Esq  
ALLEY HAASS ROGERS & LINDSAY,  
PA  
321 Royal Poinciana Plaza  
P. O. Box 431  
Palm Beach, FL 33480

DOMESTIC FILING

NAME: ACCESS YACHT SALES. INC.

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN

JUL 27 1995

FILED  
JUL 26 AM 8 21  
TALLAHASSEE, FL 32301

ARTICLES OF INCORPORATION  
OF  
ACCESS YACHT SALES, INC.

FILED  
95 JUL 26 AM 8 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Access Yacht Sales, Inc.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office; Mailing Address

The mailing address of this corporation is 757 S.E. 17th Street, Suite 375, Fort Lauderdale, FL 33316.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Warren D. Hayes, Sr.

#### Article VIII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are Randolph M. Bonnist and Robin E. Bonnist, c/o Art Resources, Fields Lane, Brewster, NY 10509.

#### Article IX - Incorporator

The name and address of the person signing these Articles is Warren D. Hayes, Sr., 321 Royal Poinciana Plaza, Palm Beach, FL 33480.

#### Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

#### Article XII - Amendment

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

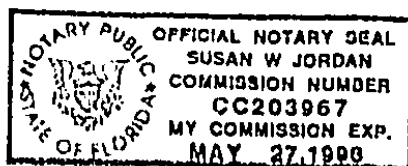
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 25th day of July, 1995.

Warren D. Hayes Sr.  
Warren D. Hayes, Sr.

STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this 25<sup>th</sup> day of July, 1995, by Warren D.  
Hayes, Sr., who is personally known to me.

Susan W. Jordan  
Signature of Person Taking  
Acknowledgment



\_\_\_\_\_  
Name typed, printed or stamped

Title or Rank: \_\_\_\_\_

Serial Number: \_\_\_\_\_

Acceptance of Designation

The undersigned, Warren D. Hayes, Sr., hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

Warren D. Hayes, Sr.  
Warren D. Hayes, Sr.

FILED  
95 JUL 26 AM 8 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA