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August 15, 1995

YIA FEDERAL EXPRESS

(Probertion Date

Florida Department of State Secretary of State, Division of Corporations The Capitol Tallahassee, FL 32399-0250 Re: WDS

WDS Yachts, Inc.

Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of WDS Yachts, Inc. Please file Articles and return the Certificate of Incorporation, as well as a certified copy of the Articles to us in the enclosed return Federal Express Envelope.

We are also enclosing a check in the amount of \$122,50 representing the following fees:

Filing Fees \$35.00 Registered Agent Designation \$35.00 Certified Copy \$52.50

Thank you.

Very truly yours,

Alley, Maass, Rogers & Lindsay, P.A.

Kurt E. Bosshardt

Enclosures KEB/lp

MM 8/18/92

ARTICLES OF INCORPORATION

<u>OF</u>

MDS YACHTS, INC.

Article 1 - Name Ougust 16,1995

The name of this corporation is WDS YACHTS, 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 10,000 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 1600 SE 17th Street, Suite 404, Fort Lauderdale, FL 33316.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1600 SE 17th Street, Suite 404, Fort Landerdale, FL 33316, and the name of the initial registered agent of this corporation at that address is Kurt E. Bosshardt.

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 name and address of the initial director of this corporation is William D. Snare, Jr., P.O. Box 229, Avon, CO 81620.

Article IX - Incorporator

The name and address of the person signing these Articles is Kurt E. Bosshardt, 1600 SE 17th Street, Suite 404, Fort Lauderdale, FL 33316.

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 10 day of (105, 1995). KURT E. BOSSHARDT
COUNTY OF BROWNED)
The foregoing instrument was acknowledged before me this 16 day of Cacacol. 19998, by Kar E Bosshards. Notary Public
(Print, Type Stumped Bonusis by MAName of Notary Public)
Personally Known OR Produced Identification Type of Identification Produced

Acceptance of Designation

The undersigned, Kurt E. Bossha, dt, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

KURT É. BOSSHÁRDT

corp/wds.art