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TALLAHASSEE, FL 32301  
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ACCOUNT NO. : 072100000032

REFERENCE : 667407 1024A

AUTHORIZATION : *Amended*

COST LIMIT : \$ 122.50

ORDER DATE : August 23, 1995

ORDER TIME : 10:32 AM

ORDER NO. : 667407

CUSTOMER NO: 1024A

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

EFFECTIVE DATE  
AUG 22 1995

DOMESTIC FILING

NAME: ABBRACCI YACHT SALES, 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: Karen B. Rozer

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 AUG 23 PM 1:41  
TALLAHASSEE, FL 32301

T. BROWN AUG 23 1995

EFFECTIVE DATE  
AUG 22 1995

FILED  
95 AUG 23 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ABBACCI YACHT SALES, INC.

Article I - Name

The name of this corporation is Abbracci 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 132  
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 two (2) directors 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

Paul E. Andrews, Jr.  
2441 N.E. Parkway  
Fort Worth, TX 76106

Brian Eaton  
2441 N.E. Parkway  
Fort Worth, TX 76106

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of August, 1995

STATE OF FLORIDA )  
 ) ss  
COUNTY OF PALM BEACH )

Signature of Person Taking Acknowledgment

42377011A51.5

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 JUN 23 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA