

P96000009683  
TRANSMITTAL LETTER

96 JAN 29 AM 10:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: YACHTS OF CLASS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: STEVEN L. STEWART  
Name (printed or typed)

450 BASIN STREET  
Address

DAYTONA BEACH, FLORIDA 32114  
City, State & Zip

(904) 947-2030 (904) 295-4268  
Daytime Telephone number

400001700624  
-01/29/96--01090--002  
\*\*\*\*131.25 \*\*\*\*131.25

*RLH 1/31/96*

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
FOR  
YACHTS OF CLASS, INC.**

**adopted January 27, 1996**

**ARTICLE I  
NAME AND OFFICES**

The name of the corporation shall be **YACHTS OF CLASS, INC.** The principal office of the Corporation in the state of Florida shall be located in the City of Naples within the County of Collier. The Corporation may have such other offices, either within or without the state of Florida as the board of Directors may designate or as the business of the Corporation may require from time to time.

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TALPAHUELE STATE  
FLORIDA

**ARTICLE II  
PRINCIPAL OFFICE**

Section 1. Principal Address: The principal office of the Corporation shall be as follows:

Yachts of Class, Inc.  
5547 17th Avenue S.W.  
Naples, Florida 33999

Section 2. Mailing Address: The mailing address of the Corporation shall be as follows:

Yachts of Class, Inc.  
5547 17th Avenue S.W.  
Naples, Florida 33999

**ARTICLE III  
SHARES**

Section 1. Certificates for Shares: The number of Certificates representing shares of the Corporation shall be One (100) Hundred. Such certificates shall be signed by the President and by the Secretary or by such other officers authorized by law and by the Board of Directors, and sealed with the Corporate Seal. All certificates for shares shall be consecutively numbered or otherwise identified. The name and address of the person to whom the shares represented thereby are issued, with the number of shares and date of issue, shall be entered on the stock transfer books of the Corporation. All certificates surrendered to the Corporation for transfer shall be canceled and no new certificate shall be issued until the former certificate for a like number of shares shall have been surrendered and canceled, except that in the case of lost, destroyed or mutilated certificate, a new one may be issued by the Corporation as the board of Directors may prescribe.

Section 2. Transfer of Shares: Transfer of shares of the Corporation shall be made only on the stock transfer books of the Corporation by the holder of record thereof

or by his/her legal representative, who shall furnish proper evidence of authority to transfer, or by his/her attorney thereunto authorized by power of attorney duly executed and filed with the Secretary of the Corporation, and on surrender for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the Corporation shall be deemed by the Corporation to be the owner thereof for all purposes. Provided, however, that upon any action undertaken by the shareholders to elect S Corporation status pursuant to Section 1362 of the Internal Revenue Code and upon any shareholders agreement thereto restricting the transfer of said shares so as to disqualify said S Corporation status, said restriction on transfer shall be made a part of the Bylaws so long as said agreement is in force and effect.

**ARTICLE IV  
INITIAL REGISTERED AGENT**

Pursuant to Florida Statutes the street address of the Corporation's initial registered office and the name of its initial registered agent at this office are as follows:

Steven L. Stewart  
450 Basin Street  
Daytona Beach, Florida 32114


**ARTICLE V  
INCORPORATOR(S)**

The name(s) and address(es) of the incorporator(s) of the Corporation are as follows:

Steven L. Stewart  
450 Basin Street  
Daytona Beach, Florida 32114

Juli D. Short  
5547 17th Avenue S.W.  
Naples, Florida 33999

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 27th day of January, 1996.

  
Steven L. Stewart, President

  
Juli D. Short, Vice President

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: YACHTS OF CLASS, INC.

2. The name and address of the registered agent and office is:

STEVEN L. STEWART  
(NAME)  
450 BASIN STREET  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
DAYTONA BEACH, FLORIDA 32114  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

*Steven L. Stewart*  
(SIGNATURE)

JANUARY 26, 1996  
(DATE)