

REFERENCE :

835685

4327020

AUTHORIZATION :

COST LIMIT : 4 122.50

ORDER DATE : February 7, 1996

ORDER TIME :

9 # 40 AM

ORDER NO. : 835685

CUSTOMER NO: 4327020

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CUSTOMER: Warren D. Hayes, Sr. Esq ALLEY, MAASS, ROOERS &

LINDSAY, P.A.

321 Royal Poincianna Pl.

Palm Beach, FL 33480

EFFECTIVE DATE

DOMESTIC FILING

MAME: J & G YACHT SALES, INC.

XX___ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: __ CERTIFIED COPY _ PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: KAREN ROZAR

EXAMINER'S INITIALS:

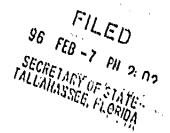
DIVISION OF CORPORATION SECRETARY OF STAT П

FEB - 6 1996

ARTICLES OF INCORPORATION

OF

J&G YACHT SALES, INC.



Article 1 - Name

The name of this corporation is J & G 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 215 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 name and address of the initial director of this corporation is:

Joel Freedman 6805 Willow Wood Drive Boca Raton, FL

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 6th day of February, 1996.

Warren D. Hayes, Sr.

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this 6th day of February, 1996, by Warren D. Hayes, Sr., who is personally known to me.

Signature of Person Taking
Acknowled Carol J. HAMILTON
Acknowled Carol Grant Carol J. HAMILTON
Suprember 3, 1998
BORORD THRU TROY FAM INDURANCE, INC.

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.

FILED
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SECRETARY OF STATE
SECRETARY SEE, FLORIDA