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RECEIVED
96 MAR 27 PM 1:21
DIVISION OF CORPORATION



ACCOUNT NO. : 07210000000000000000

REFERENCE : 897090 11964A

AUTHORIZATION : Patricia Pysjts

COST LIMIT : \$ 122.50

ORDER DATE : March 27, 1996

ORDER TIME : 10:52 AM

ORDER NO. : 897090

CUSTOMER NO: 11964A

CUSTOMER: S. Joseph Piazza, Esq
S. JOSEPH PIAZZA, P.A.

5 Broadway Court

Orlando, FL 32803

W96-6984
534, 634

DOMESTIC FILING

NAME: TROPIC PRINCESS BAREBOAT
CHARTERS, INC.

EFFECTIVE DATE:

☒ 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: CLINT FUHRMAN

EXAMINER'S INITIALS: _____

96 MAR 27 AM 9:51
TROPIC PRINCESS BAREBOAT CHARTERS, INC.
ORLANDO, FL 32803

W96-6765

1109, 611

634/6196



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
26 MAR 27 AM 10:51
TALLAHASSEE, FL

April 1, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TROPIC PRINCESS BAREBOAT CHARTERS, INC.
Ref. Number: W96000006984

We have received your document for TROPIC PRINCESS BAREBOAT CHARTERS, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 696A00014836

ARTICLES OF INCORPORATION

OF

TROPIC PRINCESS BAREBOAT CHARTERS, INC.

96 MAR 27 AM 9:51

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Corporation shall be TROPIC PRINCESS BAREBOAT CHARTERS, INC.

ARTICLE II
DURATION

The Corporation shall exist perpetually until dissolved according to law.

ARTICLE III
NATURE OF BUSINESS

This Corporation has been formed for the specific purpose of owning and bareboat chartering one or more vessel designed for operation on navigable waters. In addition to the forgoing, this corporation may transact any or all lawful business for which corporations may be incorporated pursuant to the laws of the state of Florida.

ARTICLE IV
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7500

shares of Common Stock having a par value of \$ 1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1201 Hays Street
Tallahassee, Florida 32301

The name of the initial registered agent of this Corporation at that address shall be: CORPORATION SERVICE COMPANY.

The principal place of business of the Corporation shall be Hawks Cay & Marina, Mile Marker 61, Duck Key, Florida, 33050.

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

STEVEN J. KLEIN
4609 Kellogg Avenue
Cincinnati, Ohio 45226

GREG BRAUCH
1013 Brookville
Villa Hills, Kentucky 41017

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

STEVEN J. KLEIN
4609 Kellogg Avenue
Cincinnati, Ohio 45226

ARTICLE IX
PREEMPTIVE RIGHTS

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the

corporation of any class or classes, and whether or not of unissued shares authorized by the articles or incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE X SPECIAL PROVISIONS

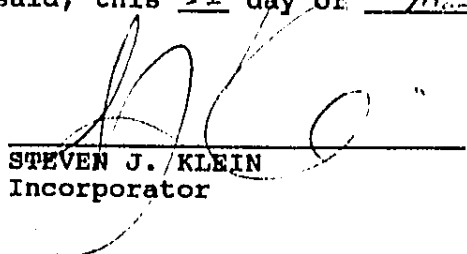
The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Cincinnati, Ohio for the uses and purposes aforesaid, this 22 day of March, 1996.


STEVEN J. KLEIN
Incorporator

STATE OF OHIO
COUNTY OF Hamilton

Before me personally appeared STEVEN J. KLEIN, to me well known to be the person described above or who produced _____, as identification and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have herunto set my hand and
official seal at Cincinnati, Ohio this 22 day of March
1996.

Brian C. Becker

BRIAN C. BECKER
Notary Public, State of Ohio
(Print Name) My Commission Expires May 14, 1998
Notary Public, State of ~~Florida~~ ^{Ohio}
at Large
My Commission Expires: BRIAN C. BECKER
Notary Public, State of Ohio
My Commission Expires May 14, 1998

DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT

96 MAR 27 AM 9:51
OFFICE OF THE CLERK
STATE OF FLORIDA

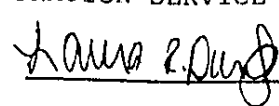
TROPIC PRINCESS BAREBOAT CHARTERS, INC.

Pursuant to Florida Statutes, TROPIC PRINCESS BAREBOAT CHARTERS, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at Tallahassee, Florida, has named Corporation Information Services, Inc. located thereat as its registered agent to accept service of process within this state.

By: 
STEVEN J. KLEIN
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, the undersigned hereby accepts and agrees to act in this capacity, and agrees to comply with the laws of Florida applicable thereto.

CORPORATION SERVICE COMPANY

By:  Laura R. Dunlap
Its: AGENT