

April 5, 1996

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

Dear Sir,

Enclosed you will find Articles of Incorporation for
YACHTING WORLD MARKETING, INC.

Please file with the state.

Sincerely yours

Duncan McMillan
Duncan McMillan
125.00
MWS:sm

YACHTING WORLD MARKETING
277 ROYAL PINELAND WAY
SUITE 121
PALM BEACH, FL 33480

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -5 PM 12:18

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****125.00 ****125.00

PS: ENCLOSED IS A CHECK FOR \$125.00 FOR FILING FEES

DH/11

FILED STATE
SECRETARY OF CORPORATIONS
96 APR -5 PM 12:18

ARTICLES OF INCORPORATION
OF
YACHTING WORLD MARKETING , INC.

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, as follows:

ARTICLE I

The name of the corporation shall be YACHTING WORLD MARKETING , INC. and principal office and registered office are the same at 277 Royal Poinciana Way , Palm Beach, FL 33480

ARTICLE II

The purpose of the corporation is to engage in the activity or business of Marketing according the laws of the United States and the State of Florida.

ARTICLE III

The corporation shall have authority to issue 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

The period of this Corporation's existence is perpetual.

ARTICLE V

The street address of the initial Registered Office of this Corporation is 277 Poinciana Way , Palm Beach, Fl 33480 , and the initial Registered Agent of this Corporation at that address is Duncan McMillan.

ARTICLE VI

The number of directors constituting this Corporation's initial Board of Directors is TWO (2), whose name and address is as follows:

Duncan McMillan and Robert E. Ellis
277 Poinciana Way
Palm Beach, Fl 33480

ARTICLE VII

The name and address of the Incorporator is as follows:

Duncan McMillan
277 Pionciana Way
Palm Beach , Fl 33480

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ARTICLE VIII

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE IX

The corporation shall indemnify its Officers, Directors, and Authorized Agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now, or hereinafter enacted.

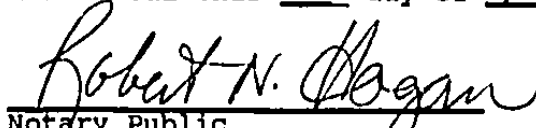
IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of YACHTING WORLD MARKETING, INC. for the uses and purposes aforesaid this day of April 1, 1996 and he is hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


Duncan McMillan

STATE OF FLORIDA)
 :
COUNTY OF)

BEFORE ME, the undersigned authority, personally appeared Duncan McMillan, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 3 day of APRIL, 1996.


Notary Public

My commission expires: JAN. 5, 1998

NOTARY # 254311

CC 330812