

P96000044839  
Paul M. Madden

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Fla 32314

April 24, 1996

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of YACHT CHARTERS INTERNATIONAL CORP., along with a resolution to adopt bylaws and a copy of those bylaws. The Corporation is to become effective as of today's date, as noted in the Articles of Incorporation.

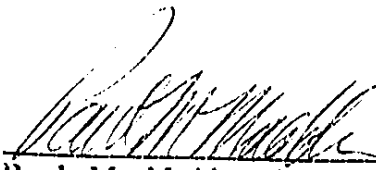
Please address all correspondence to our Miami address:

MADDEN CORPORATION  
5200 La Gorce Drive  
MIAMI BEACH, FL 33139

EFFECTIVE DATE  
4-24-96

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50. Your assistance in establishing this corporation to be known as YACHT CHARTERS INTERNATIONAL CORP. is appreciated.

Respectfully,

  
Paul M. Madden, Incorporator.

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-04/30/96--01080--016  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

W96-9786  
FILED  
96 MAY -1 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5200 La Gorce Drive, Miami Beach, FL 33139

AL MAY 27 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 7, 1988

PAUL M. MADDEN  
5200 LA GORCE DRIVE  
MIAMI BEACH, FL 33139

SUBJECT: YACHT CHARTERS INTERNATIONAL CORP.  
Ref. Number: W98000009736

We have received your document for YACHT CHARTERS INTERNATIONAL CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 696A00022253

*Changes made.  
P. Madden  
Please file ASAP  
Thanks.*

ARTICLES OF INCORPORATION  
OF  
YACHT CHARTERS INTERNATIONAL CORP.

FILED  
96 MAY -1 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE

EFFECTIVE DATE  
4-24-96

The name of the corporation is YACHT CHARTERS INTERNATIONAL CORP..

ARTICLE TWO

The period of its duration is perpetual, commencing and effective April 24, 1996.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of the boat and travel business- to involve boat sales brokerage, boat charter brokerage, charter fleet ownership and operation, all travel related businesses, travel agency, vacation home rental brokerage; providing marketing and advertising services, including the creation and operation of sites on the internet; sub-contracting the services of Paul M. Madden as a management consultant; leasing and owning boats; leasing and owning office space; optioning and purchasing boats; act as General Partner in boat financing Partnerships, and any other lawful travel-related businesses, including boat building, for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is One Hundred, of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000. consisting of money, labor done, or property actually received.

ARTICLE SIX

The street address of the corporation's principal office, and registered office address is 5200 La Gorce Drive, Miami Beach, Fl 33139.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Mailing Address</u>
Paul M. Madden	5200 La Gorce Drive, Miami Beach, Fl 33139

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of the incorporator <sup>AND</sup> REGISTERED AGENT.

<u>Name</u>	<u>Mailing Address</u>
Paul M. Madden	5200 La Gorce Drive, Miami Beach, Fl 33139

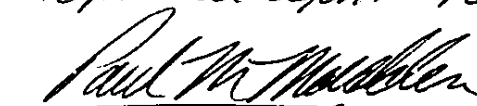
(signed)

  
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

*I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.*

  
Registered Agent