

5/30/96 FLORIDA DIVISION OF CORPORATIONS 11:10 AM  
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 TO: DIVISION OF CORPORATIONS  
 DEPARTMENT OF STATE  
 STATE OF FLORIDA  
 FAX: (304) 253-3230  
 CONTACT: JAY L. MYERS  
 PHONE: (305) 541-3694  
 FAX: (305) 541-3770  
 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
 NAME: YACHT MASTERS OF THE FT. MYERS, INC.  
 FAX AUDIT NUMBER: H96000007591  
 DATE REQUESTED: 05/30/1996  
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 ACCOUNT NUMBER: 072450003256  
 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.  
 ((H96000007591))  
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 ENTER SELECTION AND <CR>:  
 Help F1 Option Menu F2

NUM Connect: 00:23:3

FILED  
 96 MAY 30 PM 5:06  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
 5/30

DIVISION OF CORPORATIONS

96 MAY 30 PM 1:56

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96 MAY 30 PM 5:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**-of-**

**YACHT MASTERS OF FT. MYERS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the Corporation is YACHT MASTERS OF FT. MYERS, INC..

**ARTICLE II. Duration:**

The term of existence of the corporation is perpetual.

**ARTICLE III. Purpose:**

Brokering and maintenance of yachts.

The corporation may also transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV. Capital Stock:**

The aggregate number of shares which the corporation is authorized to issue is 50,000. Such shares will be of a single class and shall have a par value of \$.01 per share.

**ARTICLE V. Preemptive Rights Granted:**

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional share of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe or to acquire such shares, which may be issued at any time by the corporation after 20,000 shares are issued and fully paid.

Prepared by:  
M. Daniel Scuso, P.A.  
3024 Del Prado Boulevard  
Cape Coral, Florida 33904  
941-542-1355  
Florida Bar #212377

165600007591

**ARTICLE VI. Registered Office:**

The street address of the initial registered office of the corporation is: 3444 Marina Town Lane, Suite #1, North Fort Myers, Florida 33903 and the name of the initial registered agent at such address is: KEVIN T. COSTELLO.

The principal office and the corporate headquarters shall be located at 3444 Marina Town Lane, Suite #1, North Fort Myers, Florida 33903 and such principal office may change from time to time.

**ARTICLE VII. Special Meetings:**

Special meeting of the stockholders may be called at any time for any purpose by any officer or director of the corporation or the holders of 50% of all outstanding shares.

**ARTICLE VIII.**

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purposes. If:

a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which approves, authorizes or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;

b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

c) The Contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board, a committee or the stockholders.

As to (b), a majority vote of the shares is necessary, however party shares owned or controlled by the director who has an interest in the transaction set out above may not be counted under (b).

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ARTICLE IX.

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the Board of Directors.

ARTICLE X.

This corporation shall have one Directors initially. The number of directors may be either increased or diminished from time to time by the by-laws and the name and address of the initial directors of the corporation are:

KEVIN T. COSTELLO, 129 S.E. 43rd Terrace, Cape Coral, FL 33904

ARTICLE XI.

The name and address of each incorporator is:

KEVIN T. COSTELLO, 129 S.E. 43rd Terrace, Cape Coral, FL 33904

ARTICLE XII. Commencement of Existence.

The corporation shall be deemed to commence its existence on the date of filing of these Articles of Incorporation by the Department of State.

EXECUTED by the undersigned at  
on the 29th day of May, 1996.

  
\_\_\_\_\_  
KEVIN T. COSTELLO ✓

STATE OF FLORIDA  
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared KEVIN T. COSTELLO, the person described in and who executed the foregoing Articles of Incorporation, (who is personally known by me) or (who produced identification of drivers license issued by Florida, passport issued by \_\_\_\_\_, identification card issued by \_\_\_\_\_) and acknowledged the execution thereof to be free act and deed.

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WITNESS my hand and official seal, this 29th day of May, 1998.

Patricia Ladner  
NOTARY PUBLIC,  
STATE OF FLORIDA AT LARGE

PATRICIA LADNER  
(PRINTED NAME OF NOTARY)

My commission expires:

OFFICIAL NOTARY SEAL  
PATRICIA LADNER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC29844  
MY COMMISSION EXPIRES APR. 24, 1997

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FILED  
96 MAY 30 PM 5:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE  
SERVED**

YACHT MASTERS OF FT. MYERS, INC., with  
its place of business at 344 Marina Town Lane, Suite #1,  
City of Fort Myers,  
Florida, has named KEVIN T. COSTELLO,  
located at 129 S.E. 43rd Terrace,  
City of Cape Coral,  
State of Florida, as its agent to accept service of process within  
Florida.

Dated May 29, 1996

KEVIN T. COSTELLO President  
(TIELO)

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0501 of the Florida General Corporation Act.

Dated May 29, 1996

Kevin T. Costello  
KEVIN T. COSTELLO, Registered Agent

15510000754

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-9171  
904-222-9172

800-342-8086

**P96000046067**



**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 079638 11117A

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pyatt Prepaid*

ORDER DATE : September 9, 1996

ORDER TIME : 4:54 PM

ORDER NO. : 079638

CUSTOMER NO: 11117A

9000001943119  
09/10/96--01040--029  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

CUSTOMER: M. Daniel Sasso, Esq  
M. Daniel Sasso, P.a.  
Suite D  
3624 Del Prado Boulevard  
Cape Coral, FL 33904

DOMESTIC AMENDMENT FILING

NAME: YACHT MASTERS OF FT. MYERS,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

*Added name per 9/10*

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TALLAHASSEE FLORIDA

96 SEP 10 PM 2:43

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96 SEP 10 AM 9:17

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*John  
Name  
Change  
C. US.*

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TALLAHASSEE FLORIDA

(present name)

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NONE



THIRD: The date of each amendment's adoption: September 5, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholder. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5th day of September, 19 98

Signature

Kevin T. Castello President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Kevin T. Castello

Typed or printed name

Title