

JUN-19-1996 09:50
6/19/96

EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

P.05/23

(((H90000008549)))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAIL STREET
TALLAHASSEE FL 32399
FAX: (904) 822-4000

ELECTRONIC FILING COVER SHEET
FIRM: EMPIRE CORPORATE KIT COMPANY
1402 W. FLAGLER ST
SUITE 100
TALLAHASSEE FL 32301

CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H900000008549))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AMERICAN YACHT CHARTER SERVICES, INC.
FAX AUDIT NUMBER: H900000008549
DATE REQUESTED: 06/19/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 09:17:52

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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.

(((H900000008549)))

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:01

FILED

95 JUN 19 PM 1:40

SECTION OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 JUN 19 AM 10:30
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

AMERICAN YACHT CHARTER SERVICES, INC.

THE UNDERSIGNED, has executed the following document, as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

AMERICAN YACHT CHARTER SERVICES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

1152 103RD STREET #24
BAY HARBOR ISLANDS, FLA 33154

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

Prepared By:
Michael J. Kurzman, Esq.
601 Brickell Key Drive
Suite 401
Miami, Florida, FL 33131
FL. Bar #814342
(305)945-4100

H96000008549

H96000008549

FILED
JUN 19 1996
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI

H9 6000008549

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 8807.14;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its obligations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

H9 6000008549

H9 600 000 8549

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 8607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 500 shares, having an individual par value of One Dollar per share. (\$1.00)

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

RICHARD J. ACKERMAN
1152 103RD STREET #24
BAY HARBOR ISLANDS, FLA 33154

ARTICLE VII

The initial board of Directors shall consist of a total of two person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

RICHARD J. ACKERMAN
1152 103RD STREET #24
BAY HARBOR ISLANDS, FLA 33154

H9 600 000 8549

ARTICLE VIII

The initial Officers of the Corporation shall be:

RICHARD J. ACKERMAN President/Secretary

ARTICLE IX

The name and address of the incorporator executing these Articles of Incorporation is:

RICHARD J. ACKERMAN
1152 103RD STREET #24
BAY HARBOR ISLANDS, FLA 33154

The undersigned has executed these Articles of Incorporation this 18th day of June, 1996.



Incorporator

State of Florida
County of Dade

SS:

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD J. ACKERMAN, known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida, County of Dade, this 18th day of June, 1996.


NOTARY PUBLIC, State of Florida
Print Name: Walter J. Ackerman
OFFICIAL NOTARY SEAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 0028116
MY COMMISSION EXP. MAY 1999

H9 6000008549

H9 6000008549

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that AMERICAN YACHT CHARTER SERVICES, INC.

desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of

Incorporation has named RICHARD J. ACKERMAN
(Name of registered agent)

located at MIAMI, County of DADE
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Registered Agent

96 JUN 19 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96000008549

96000008549