TRED W. MATTLIN ORLOG W. MICLOSKY RONALD P. D'ANNA STEVEN O SCHWARTZ

GEORGIJ L. SIGALOS MICRAEL J. JOANNOU DARLY J. DRUCKER GORDON A. DIETERLE A. TOM SPYREDES GENUE LEMOS

LAW OFFICES 2000 OLADES ROAD SULTE 400, PAST TOWER PACSIMILE 561/395-7050

TAMPA DAY OFFICE PROSTION PLACE, SUITE 159 HOCA RATON, FLORIDA 33431 96 JUL 18 PH 3: HONE MCCHMICK DRIVE TELEPHONE 361/368-9200 TELEPHONE #13/797-7552 TALLAHAS SEC. PLORIDA

July 1, 1996

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

1 OCUU 1 8657623 -07/09/96--01091--003 ****122.50 ****122.50

HIPLY TO: Boca Raton

Ling TOO, IAC. Yacht Ventures TH

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation and this firm's check in the amount of \$122.50 made payable to the Secretary of State in connection with the formation of the above-referenced profit corporation pursuant to Chapter 607 of the Florida Statutes.

Please return the Certificate of Status and a filed copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed, stamped envelope.

Sincerely,

SGS/ajk Enclosures

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July 10, 1996

STEVEN G. SCHWARTZ, ESQ. 2300 GLADES RD, SUITE 400 BOCA RATON, FL 33431

SUBJECT: YACHT-VENTURES, LTD.-Ref. Number: W96000014439

We have received your document for YACHT VENTURES, LTD: 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 696A00033622

Mattlin & McClosky

LAW OFFICES 2500 GLADES ROAD SUITH 400, FAST TOWER FOCA RATON, ELORIDA 23431 IFLEPHONE 361/308-9200 FACSIMILE 361/398-7050

LAMPA BAY OFFICE PRESTOR PLACE, SUPIC 155 2600 McCORMICK DRIVE CLEARWATER, FLORIDA 34619 TELEPRONE 813/297-7552 FACSIMILE 813/535-6765

REPLY TO Boca Raton

FRED W. MATTLIN ORFOG W. MCCLOSKY RONALD II. D'ANNA STEVEN O. SCHWARTZ

GEORGE I. SIGALOS MICHAEL J. IGANNOU GARY I DRUCKER GORDON A. DISTERLE A. TOM SPYREDES GENIE LEMOS

July 15, 1996

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

Ro: Yacht Ventures Limited, Inc.
Reference No. W96000014439

Dear Sir/Madam:

Enclosed please find a corrected original and one (1) copy of Articles of Incorporation in connection with the formation of the above-referenced profit corporation pursuant to Chapter 607 of the Florida Statutes. Also enclosed please find your letter dated July 10, 1996 with reference to the above-captioned matter..

Please return the Certificate of Status and a filed copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed, stamped envelope.

Singerely,

Steven G. Sch

SGS/ajk Enclosures

TO AVOID &

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ARTICLES OF INCORPORATION

FILED 96 JUL 18 PM 3: 41

FOR

YACHT VENTURES LIMITED, INC.

SELICITY OF STATE TALLAHASSEE. FLORIDA The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be: YACHT VENTURES LIMITED, INC.

ARTICLE II. PRINCIPAL OFFICE

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

> 10330 Buena Ventura Drive Boca Raton, Florida 33498

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

1000 Shares Of Common Stock.

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

Steven G. Schwartz, Esquire Mattlin & McClosky 2300 Glades Road, Suite 400 East Boca Raton, Florida 33431

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Michael Hodnett 10330 Buena Ventura Drive Boca Raton, Florida 33498

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have one (1) director, initially. The name and address of the initial member of the Board of Director is:

Michael Hodnett 10330 Buena Ventura Drive Boca Raton, Florida 33498

ARTICLE VIII. OFFICERS

This corporation shall have one (1) officer, initially. The name, address and position of the initial officer is:

President/Secretary

Michael Hodnett 10330 Buena Ventura Drive Boca Raton, Florida 33498

ARTICLE IX. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned has hereby executed these Articles of Incorporation this 22^{77} day of June, 1996

Michael Hodnott

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

The name and address of the registered agent/registered

office is:

Steven G. Schwartz, Esquire Mattlin & McClosky 2300 Glades Road, Suite 400 East Boca Raton, Florida 33431

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 of JUL 18 FM 3: 11 with and accept the obligations of my position as registered agent.

Dated: June 28, 1996.

TALLAMASSEE, FLURIDA

Steven G. Schwartz, Esquire

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