

Law Offices

HOLLAND & KNIGHT

A Partnership Including Professional Corporations

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Atlanta	Orlando
Fort Lauderdale	Tallahassee
Jacksonville	Tampa
Lakeland	Washington, D.C.
Miami	West Palm Beach

August 6, 1996

R. DONALD MASTRY
813-824-0140

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Re: Coral Yachts, Inc.

Gentlemen:

Enclosed herein is original and one photocopy of Articles of Incorporation for Coral Yachts, Inc. In addition I have enclosed our firm's check in the amount of \$122.50 for filing fee, certified copy and registered agent designation fees.

Please return a certified copy of the Articles of Incorporation to the undersigned.

In the event of any questions or comments concerning the enclosed, please do not hesitate to contact me.

Very truly yours,

HOLLAND & KNIGHT

By 

R. Donald Mastry

RDM/dd
Enclosures
STP-124761

8/10/96
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SECRETARY OF STATE
TALLAHASSEE
FLORIDA

**ARTICLES OF INCORPORATION
OF
CORAL YACHTS, INC.**

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TAMPA, FLA.

The undersigned incorporator, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is CORAL YACHTS, INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual. Corporate existence is to commence on the filing of the Articles of Incorporation.

ARTICLE III - PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE OR MAILING ADDRESS

The address of the initial principal office and the mailing address of this corporation is 5411 W. Tyson Avenue, Tampa, Florida 33611.

ARTICLE V - SHARES

The number of shares this corporation is authorized to issue shall be 1,000,000 shares of common stock with a par value of \$0.01 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are S. BRADFORD LAZZARA, 5411 W. Tyson Avenue, Tampa, Florida 33611.

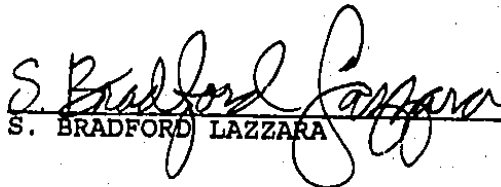
ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation are S. BRADFORD LAZZARA, 5411 W. Tyson Avenue, Tampa, Florida 33611.

ARTICLE VIII - BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by a Board of Directors consisting of not less than 1, member, as established by the By-Laws.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation this 31ST day of July, 1996.


S. BRADFORD LAZZARA

ACCEPTANCE OF REGISTERED AGENT

Having been appointed as the initial registered agent for CORAL YACHTS, INC., as stated in the foregoing Articles of Incorporation, S. BRADFORD LAZZARA hereby accepts such appointment as registered agent. Such registered agent is familiar with and accepts the obligations of the position as registered agent.

S. Bradford Lazzara
S. BRADFORD LAZZARA

Date: July 31, 1996

STP-122589

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Tampa
Washington, D.C.
West Palm Beach

DONALD M. MASTRONARDI
11/15/96

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*****35.00 *****35.00

Re: Coral Yachts, Inc.

Gentlemen:

I enclose the original and one photocopy of Articles of Amendment for Coral Yachts, Inc. I have also enclosed a check in the amount of \$35.00 for the filing fee.

Please return an acknowledgment copy of the Articles in the self-addressed envelope provided for your convenience.

In the event of any questions or comments concerning this matter, please contact me at your earliest convenience.

Very truly yours,

HOLLAND & KNIGHT

By R. Donald Mastry
R. Donald Mastry

RDM:dd
Enclosures

STP.133350

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

Handwritten: 096000066836
11-15-96
11-15-96

ARTICLES OF AMENDMENT
OF
CORAL YACHTS, INC.

Article I of the Articles of Incorporation of CORAL YACHTS, INC., a Florida corporation, is hereby amended in its entirety to read as follows:

ARTICLE I - NAME

The name of the corporation is AURA YACHT CORPORATION.

The foregoing amendment was recommended for adoption by the Corporation's Board of Directors and was approved and adopted by the shareholders of this Corporation on November 1, 1996. One hundred percent of the outstanding shares were cast in favor of the Amendment, and said number of shares were sufficient for approval in accordance with the bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned President of the Corporation executed these Articles of Amendment this 1st day of November, 1996.


JOSEPH M. FONTANA, President

96 NOV 15 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED