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700 EAST DANIA BEACH BOULEVARD
DANIA, FLORIDA 33004-3000

ANCIUE J. RYAN, III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN

TELEPHONE (954) 820-2021
FACSIMILE (954) 821-1247

September 19, 1996

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
9.19.96

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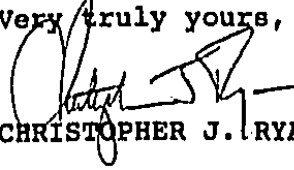
RE: Incorporation of Marie Yacht Ventures Corporation
Our File Number: 15463E

Greetings:

Enclosed please find an original and one copy of the Articles of Incorporation of Marie Yacht Ventures Corporation which we request that you file in your Official Records. Enclosed also, please find our check number 4055 in the amount of \$70.00 in payment of your fee for Incorporation. Kindly time-stamp and return the copy of the Articles of Incorporation to our office in the envelope provided.

Thank you for your assistance in this matter, and please feel free to contact me if you have any questions regarding same.

Very truly yours,


CHRISTOPHER J. RYAN

CJR/ch
Enclosures

VIA FEDERAL EXPRESS
myachtcorp.ltr

FILED
55 SEP 20 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9.23.96
KR

ARTICLES OF INCORPORATION

OF

MARIE YACHT VENTURES CORPORATION

EFFECTIVE DATE
9-19-76

FILED
\$5 SEP 20 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporation for profit, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be MARIE YACHT VENTURES CORPORATION.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to, a yacht service

organization specializing in the placement of professional crew for the International Yacht Charter trade in the United States and foreign countries and to perform such other related activities incidental to the general purpose of this corporation, and to generally do any and all things necessary, pertinent, or convenient to the powers herein and hereby conferred.

2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporation for profit.

ARTICLE IV

CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors, at a meeting called for that purpose.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be at 1604 Victoria Park Boulevard, Fort Lauderdale, Florida 33304,

with the privilege of having branch offices at other places within or without the State of Florida, and within or without the United States of America, and the name of its initial registered agent is Stewart Campbell, whose address is Camdon International 333 North New River Drive East, Suite 1200, Ft. Lauderdale, Florida 33301.

ARTICLE VI

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100th (\$500.00) Dollars.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than four (4).

ARTICLE VIII

DIRECTORS

The name and post office address of the first Board of Directors of this corporation shall be one (1) in number, and who shall hold office for the first year, or until her successors are elected and have qualified, shall be:

Andree Caron
1604 Victoria Park Blvd.
Fort Lauderdale, Florida 33304

ARTICLE IX
INCORPORATOR

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

Andree Caron
1604 Victoria Park Blvd.
Ft. Lauderdale, Florida 33304

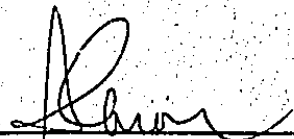
ARTICLE X
SPECIAL CHARTER PROVISIONS

Directors and Officers of this corporation need not be Stockholders.

ARTICLE XI
DATE OF COMMENCEMENT

The date of commencement of corporate existence of this corporation shall be on the 19th day of September, 1996.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 19th day of September, 1996.

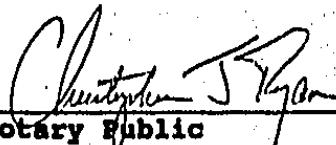


ANDREE CARON

STATE OF FLORIDA)
COUNTY OF BROWARD)

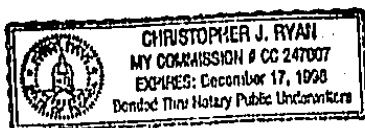
PERSONALLY APPEARED before me, the undersigned authority, ANDREE CARON, identified by her Canadian passport, to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Dania, Broward County, Florida, this 19th day of September, 1996.



Notary Public

My Commissions Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon Whom Process
May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48-091,
Florida Statutes:

MAKIE YACHT VENTURES CORPORATION

a corporation organized (or organizing) under the laws of the State of
Florida, with its principal office at 1604 Victoria park Blvd., in the
City of Ft. Lauderdale, County of Broward, State of Florida, has named
Stewart Campbell located at 333 North New River Drive East, Suite 1200,
in the City of Ft. Lauderdale, County of Broward, State of Florida, as
its agent to accept service of process within this state.

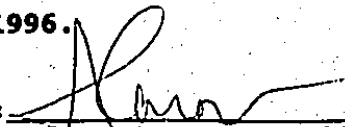
OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Andree Caron	President/Secretary Treasurer	1604 Victoria Park Blvd. Ft. Lauderdale, FL 33304

DIRECTORS:

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
Andree Caron	1604 Victoria Park Blvd. Ft. Lauderdale, FL 33304

Dated this 19th day of September, 1996.

By: 
Andree Caron, President/
Secretary/Treasurer

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process, to keep office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Stewart Campbell

Stewart Campbell
Registered Agent
Marie Yacht Ventures Corporation

\artocorp.myv.corporat

FILED
96 SEP 20 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA