

1201 HAYS STREET
POMPAHO BEACH, FL 33062
904-797-0391
8763A

8763A



PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 102729 8763A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 30, 1996

ORDER TIME : 9:01 AM

ORDER NO. : 102729

CUSTOMER NO: 8763A

CUSTOMER: Michael Gomes, Esq
MICHAEL N. GOMES, ESQ

Suite 210
2401 East Atlantic Boulevard
Pompano Beach, FL 33062

900001959689
-09/30/96--01038--003
*****70.00 *****70.00

DOMESTIC FILING

NAME: BANYAN BAY MARINA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 PM 12: 24

RECEIVED
96 SEP 30 AM 10: 42
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
BANYAN BAY MARINA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 PM 12: 21

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is:

BANYAN BAY MARINA, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue

is 1,000, all of which shall be common shares with \$1 par value.

ARTICLE FIVE

PRINCIPAL CORPORATE OFFICE

The address of the principal office of this corporation shall be 2301 N.E. 16th Street, Pompano Beach, Broward County, Florida 33062, and the mailing address of the corporation shall be the same.

ARTICLE SIX

REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2301 N.E. 16th Street, Pompano Beach, Broward County, Florida 33062, and the name of the initial registered agent of the corporation at that address is Randall L. Waech.

ARTICLE SEVEN

SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and the corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 25 U.S.C. 1361 et seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Randall L. Waech, 2301 N.E. 16th Street, Pompano Beach, Broward County, Florida 33062.

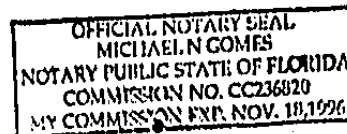
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on September 22, 1996.

Randall L. Waech
Randall L. Waech

STATE OF FLORIDA
COUNTY OF BROWARD

27 The foregoing instrument was acknowledge before me on September 27, 1996, by Randall L. Waech, who is personally known to me or who produced his Florida driver's license and who did not take an oath.

[Signature]
Notary Public



FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 SEP 30 PM 12:24

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned, having been designated as Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Randall L. Waech
Randall L. Waech