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ACCOUNT NUMBER:	ECA00000014
REFERENCE:	0174/356
DATE:	8/27/97
CONTACT NAME:	CINDY HICKS
REQUESTOR NAME:	CORPORATE & CRIMINAL RESEARCH SERVICES 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301
TELEPHONE:	904-222-1173
AUTHORIZATION:	andy Hich 0000022782106
CORPORATION NAME	Dodona a Williams Vandt
	Anderson & Williams Yackt Brokerage Inc = = ===============================
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() ANNUAL REPORT	()TRADEMARK/SERVICE MARK () FICTITIOUS NAME
() CERT. OF AUTHORITY	() LIMITED PARTNERSHIP () LIMITED LIABILITY
() REINSTATEMENT	()UCC1 ()UCC3
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() CALL WHEN READY () WALK IN () MAIL OUT	() CALL IF PROBLEM () AFTER 4:30 () WILL WAIT () PICK UP

ARTICLES OF INCORPORATION

OF

ANDERSON & WILLIAMS YACHT BROKERAGE, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

ANDERSON & WILLIAMS YACHT BROKERAGE, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 60,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

369 St. Armands Circle Suite A Sarasota, FL 34236

and, the mailing address of this Corporation shall be:

369 St. Armands Circle Suite A Sarasota, FL 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

George H. Mazzarantani 240 S. Pineapple Avenue 10th Floor Sarasota, FL 34236

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Anderson K. Harwell 369 St. Armands Circle Suite A

Sarasota, FL 34236

Bobby Ray Williams 369 St. Armands Circle

Suite A

Sarasota, FL 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

George H. Mazzarantani

240 S. Pineapple Avenue

10th Floor

Sarasota, FL 34236

The undersigned has executed these Articles this 26 day

George H. (Mazzarantani

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for ANDERSON & WILLIAMS YACHT BROKERAGE, INC. at the place designated in the Articles, 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.

0.27.97

Date

George H. Mazzarantani Registered Agent

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SECRETARY OF STATE