

P97000101978

KURTZ ACCOUNTING SERVICE

13205 U.S. HIGHWAY ONE
SUITE 500
JUNO BEACH, FL 33408

Telephone (561) 627-1236
Fax (561) 627-2652

Secretary Of State
Corporation Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

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-11/20/97--01064--018
***122.50 ***122.50

November 17, 1997

To Whom It May Concern;

Please see the enclosed original and copy of the Articles of Incorporation for:

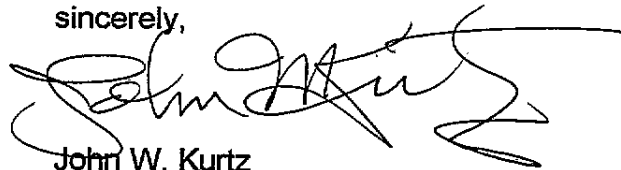
CAYMAN YACHTS INTERNATIONAL, INC.

Also enclosed is our check in the amount of \$122.50 to cover the charges of the Incorporation of said company.

If there are any questions regarding this application, please call us at the number listed above.

FILED
97 DEC -3 'PM 3.26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

sincerely,



John W. Kurtz
Kurtz Accounting Service, Inc.

encl:

~~169-20415~~

9N12-3-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 24, 1997

JOHN W. KURTZ
13205 U.S. HWY. ONE, STE. 500
JUMO BEACH, FL 33408

SUBJECT: CAYMAN YACHTS INTERNATIONAL, INC.
Ref. Number: W97000026415

We have received your document for CAYMAN YACHTS INTERNATIONAL, INC. 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6878.

John Nedeau
Document Specialist

Letter Number: 697A00056091

ARTICLES OF INCORPORATION

We the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation of liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I, NAME

The name of the corporation shall be:

CAYMAN YACHTS INTERNATIONAL, INC.

ARTICLE II, NATURE OF BUSINESS

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

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) Shares of Common Stock of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than One Hundred Dollars (\$100.00).

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the state of the principal office of the corporation shall be:

**11 STARBOARD WAY
TEQUESTA, FL 33469**

The board of Directors may from time to time move the principal office to any other address in the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have One Director initially. The number of Directors may be either increased or decreased by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director is:

**EDWARD H. SMITH
11 STARBOARD WAY
TEQUESTA, FL 33469**

ARTICLE VIII, INCORPORATOR

The name and address of the Incorporator is :

**EDWARD H SMITH
11 STARBOARD WAY
TEQUESTA,FA 34469**

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENTS

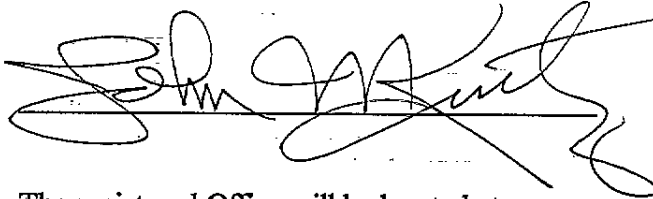
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may become a Sub-Chapter S Corporation as defined by the Federal Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, **JOHN W. KURTZ** located at **13205 U.S. Highway One, Suite 500, Juno Beach, Fl. 33408-2242** accepts this position as signed below:

A handwritten signature in black ink, appearing to read "John W. Kurtz", written over a horizontal line.

The registered Office will be located at:

**13205 U.S. Highway One, Suite 500
Juno Beach, Fl 33408-2242**

FILED
97 DEC -3 PM 3.26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Witness Whereof, the undersigned, as subscribing incorporator, have hereinto set my hand and seal this 17th day of November, 1997 for the purpose of forming this Corporation under the laws of Florida and hereby make and file in the office of The Secretary of State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.


Incorporator

State of Florida, County of Palm Beach

Sworn to and subscribed before me

this 17th day of November 1997 by Edward H. Smith

Who is personally known to me




Notary Public