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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: ~~THE PINNACLE GROUP, INC.~~  
CARRICK BEND COMPANY

AUDIT NUMBER.....H98000004090

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 2

CERT. COPIES.....0

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

March 3, 1998

FAS-T CORP AGENTS

SUBJECT: CARRICK BEND COMPANY  
REF: W98000004735

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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The name of the entity must be identical throughout the document.

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Becky McKnight  
Document Specialist

FAX Aud. #: H98000004090  
Letter Number: 798A00011772

## ARTICLES OF INCORPORATION OF

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

### ARTICLE I: NAME

The name of the Corporation is Carrick Bend Company

The principal place of business shall be: 6431 Griffin Rd. Brooksville,  
FL, 34601

### ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

### ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. The purpose is for Yacht Management & Consulting.

### ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

### ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized by the Corporation will be One Thousand (1000) shares having a par value of one dollar (\$100) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

### ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will Sean A. Johnson, 9 SW 13<sup>th</sup> Street Fort Lauderdale, FL., from time to time the Corporation may move the principal office to any other address.

Prepared By: PACK JOHNSON FINANCIAL MANAGEMENT, INC.  
9 SW 13<sup>th</sup> STREET  
FORT LAUDERDALE, FL 33315  
(954) 764-0404

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**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

The Corporation will have two director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the person who is to serve as a member of the initial Board of Directors is: Ira Conn, RR#2, Wolcott, Vt 05680, President, & Holly Dungan 6431 Griffin Rd. Brooksville, FL 34601, Vice President.

**President:** Ira Conn, RR#2, Wolcott, Vt 05680

**Vice President:** Holly Dungan 6431 Griffin Rd. Brooksville, FL 34601

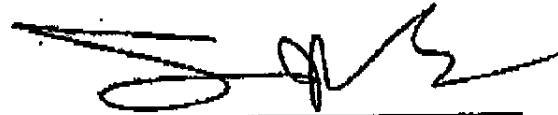
**ARTICLE VIII: INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is Sean A Johnson, 9 SW 13<sup>th</sup> Street Fort Lauderdale, FL 33315.

**ARTICLE IX: AMENDMENTS**

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on this 3 day of March, 1998.




**INCORPORATOR**

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: CARRICK BEND COMPANY, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Sean A Johnson as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.



**REGISTERED AGENT**

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