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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/16/98--01115--013
*****78.75 *****78.75

SUBJECT: STERLING YACHT SALES INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DIANE SIMPSON
Name (Printed or typed)

8644 NW 29 DR
Address

CORAL SPRINGS FL. 33065
City, State & Zip

954 796. 0564
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 16 PM 12:18

FILED

NOTE: Please provide the original and one copy of the articles

747-3/17/98

**ARTICLE OF INCORPORATION
OF**

STERLING YACHT SALES, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATION NAME

The name of the corporation is **STERLING YACHT SALES
INC.**

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TALLAHASSEE, FLORIDA

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ARTICLE II

NATURE OF BUSINESS

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

CERTIFICATES

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be prescribed by Florida Law.

ARTICLE V

ADDRESS

The initial street address of the principal office of this corporation is 1033 RHODES VILLA AVE, DELRAY BEACH, FL. 33483.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INDEMNIFICATION

Each director, stockholder and officer, in consideration for his services, shall in the absence of fraud, be indemnified, whether then or in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII

INITIAL DIRECTOR

The name and address of the initial Director who shall hold office until her successor is elected and has qualified is:

RICHARD MANCINELLI

**1033 RHODES VILLA AVE
DELRAY BEACH, FL. 33483**

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME

ADDRESS

DIANE SIMPSON

**8644 NW 29TH DRIVE
CORAL SPRINGS, FL. 33065**

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered agent is 8644 NW 29TH DRIVE, CORAL SPRINGS, FL. 33065 and the name of the initial registered agent at that office is DIANE SIMPSON.

ARTICLE XI

EFFECTIVE DATE

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the Department of State's date and time endorsement on the original document.

ARTICLE XII

AMENDMENT

These articles of Incorporation may be amended in the manner provided by Florida Law.

The undersigned incorporator has executed these Articles of Incorporation this 13 day of March, 1998.

Drane Simpson
Signature

FN:STERART.DOC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is STERLING YACHT SALES, INC.

2. The name and address of the registered agent and office is:

DIANE SIMPSON
(NAME)

8044 NW 29 DR.
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

CORAL SPRINGS FL. 33065
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Diane Simpson
(SIGNATURE)

3/13/98
(DATE)