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NAME: BOATYARD REAL ESTATE, INC.1  
AUDIT NUMBER.....H98000006837  
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ARTICLES OF INCORPORATION

OF

BOATYARD REAL ESTATE , INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

BOATYARD REAL ESTATE, INC.

The principal place of business of this corporation shall be 1060  
South Federal Highway, Suite A, Delray Beach, Florida 33444.

II. DURATION

This corporation shall have perpetual existence commencing on  
the date of filing of the Articles of Incorporation with the  
Department of State.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful  
activities or business permitted under the laws of the United  
States, the State of Florida or any other state, country, territory  
or nation.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000)  
shares of common stock having a One (\$1.00) par value per share.

V. VOTING RIGHTS

Each share of common stock of this corporation shall entitle  
the holder of record thereof to one (1) vote upon each proposal  
presented at lawful meetings of the stockholders.

Michael G. Salazar, Jr.  
7000 W. Palmetto Park Rd. #300  
Boca Raton, FL 33433  
(561) 392-1924  
Florida Bar #910996

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VI. PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one. The name and address of the initial directors of this corporation are:

Arne M. Soreide	Tony Infante
1060 South Federal Highway	2072 West Vina Del Mar Blvd.
Suite A	St. Petersburg Beach, FL
Delray Beach, Florida 3344	33706

ARTICLE VIII. ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1060 South Federal Highway, Suite A, Delray Beach, Florida 33444 and the name of the initial registered agent of the corporation at that address is Michael G. Salazar, Jr.

ARTICLE IX. OFFICERS

The names and address of the initial officers of the corporation who will hold office for the first year of the corporation, or until their successors are elected or appointed are:

Arne M. Soreide: President, Vice President  
1060 South Federal Highway, Suite A, Delray Beach, FL 33444

Tony Infante: Secretary, Treasurer, 2072 West Vina Del Mar Blvd., St. Petersburg, Florida 33706

ARTICLE X. INCORPORATION

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

Arne Soreide: 1060 South Federal Highway, Suite A, Delray

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Beach, FL 33444

IN WITNESS WHEREOF the undersigned subscriber, has executed these Articles of Incorporation this 6th day of April, 1998.

Arne M. Soreide  
ARNE M. SOREIDE, INCORPORATOR

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 6th day of April, 1998, by ARNE M. SOREIDE, who is personally known to me or who has produced personally known as identification.

Miguel G. Salazar  
NOTARY PUBLIC  
My Commission Expires:



MIGUEL G SALAZAR  
My Commission CC562740  
Expires Apr. 07, 1998  
Bonded by NAI  
800-422-1585

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Michael G. Salazar  
MICHAEL G. SALAZAR

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 9 day of April, 1998 by MICHAEL G. SALAZAR, JR. who is personally known to me or who has produced \_\_\_\_\_ as identification.

Steven B. Greenfield  
Notary Public  
My commission expires:



STEVEN B GREENFIELD  
My Commission CC544863  
Expires Apr. 22, 2000

CLERK OF STATE  
TALLAHASSEE, FLORIDA

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