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ACCOUNT NO. : 072100000032

REFERENCE : 785559 11381A

AUTHORIZATION *Patricia Pizut*

COST LIMIT : \$ 122.50

ORDER DATE : April 17, 1998

ORDER TIME : 9:13 AM

ORDER NO. : 785559-005

CUSTOMER NO: 11381A

000002496130--2

CUSTOMER: Ms. Joann Govados  
GARY DYTRYCH & RYAN

Suite 402  
701 U.s. Highway 1  
North Palm Beac, FL 33408

DOMESTIC FILING

NAME: MILLENNIUM YACHTS, INC.

EFFECTIVE DATE: ~~4-17-98~~

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 22 PM 11:44

RECEIVED  
98 APR 22 AM 9:49  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Please notice effective date!!*

EFFECTIVE DATE

4/17/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 22 PM 11:44

ARTICLES OF INCORPORATION  
OF  
MILLENNIUM YACHTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MILLENNIUM YACHTS, INC.

The address of the principal office of this corporation shall be 701 U.S. Highway 1, Suite 402, North Palm Beach, Florida 33408, and the mailing address of the corporation shall be the same.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation shall be April 17, 1998.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

John Staluppi            701 U.S. Highway 1, Suite 402  
Dir./Pres./Sec.        North Palm Beach, Florida 33408

ARTICLE VII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 22 PM 11:44

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on April 17, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

GLS/rwm