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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : THOMAS M. CLARK, P.A.
Account Number : 072100000445
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Fax Number : (954) 776-3825

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

WESTSHIP WORLD YACHT, INC.

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|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
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| Estimated Charge | \$87.50 |

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11/9/98

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**ARTICLES OF INCORPORATION
OF
WESTSHIP WORLD YACHT, INC.**

ARTICLE I - NAME

The name of this corporation is **WESTSHIP WORLD YACHT, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata

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Prepared by: Thomas M. Clark, Esq.
Thomas M. Clark, P.A.
2400 E. Commercial Blvd. #820
Ft. Lauderdale, Florida 33308
(954) 776-3800
Florida Bar No. 141497

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share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1535 SE 17th Street, Ft. Lauderdale, FL 33316 and the name and address of the initial registered agent of this corporation is Thomas M. Clark, at 2400 East Commercial Boulevard, Suite 820, Fort Lauderdale, FL 33308.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Herbert F. Postma, Jr.
1535 SE 17th Street
Ft. Lauderdale, FL 33316

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Thomas M. Clark
2400 East Commercial Blvd., #820
Fort Lauderdale, FL 33308

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ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed this Articles of Incorporation on Nov. 9, 1998.


THOMAS M. CLARK

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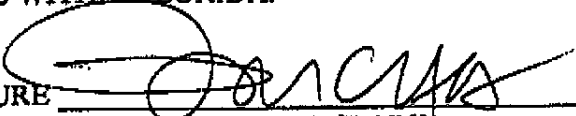
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST THAT WESTSHIP WORLD YACHT, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS
NAMED THOMAS M. CLARK, AT 2400 EAST COMMERCIAL BOULEVARD, SUITE 820,
FORT LAUDERDALE, FLORIDA, 33308, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE


THOMAS M. CLARK
INCORPORATOR

TITLE

DATE:

Nov. 9, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER ACCEPT TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


THOMAS M. CLARK, REGISTERED AGENT

DATE:

Nov. 9, 1998

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