

LAW OFFICE OF  
J. D. SKIP BARDFELD, P.A.

TELE: (305) 653-6666  
FAX: (305) 654-8435

88 N.E. 168TH STREET  
NO. MIAMI BEACH, FL 33162

P98000101752

December 1, 1998

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-12/03/98--01077--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Monaco Marine Management Co., Inc.

Dear Sir or Madam:

Please find enclosed herewith this firm's check in the amount of \$70.00, which represents your filing fee of the enclosed Articles of Incorporation. Upon filing please forward a copy of the filed Articles and your confirmation of the same via Federal Express. An pre-printed airbill and envelope are provided for your convenience.

Thank you for your assistance with this matter.

Very truly yours,

**J.D. SKIP BARDFELD**

J.D. SKIP BARDFELD, ESQUIRE

JDB/mvp  
Enc.  
120198

FILED  
98 DEC -3 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

8 1998  
JDB

**ARTICLES OF INCORPORATION**  
**OF**  
**MONACO MARINE MANAGEMENT CO., INC.**

**FILED**  
98 DEC -3 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

The name of the corporation is MONACO MARINE MANAGEMENT CO., INC.

**ARTICLE II**

The corporation shall have perpetual existence.

**ARTICLE III**

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

**ARTICLE IV**

The corporation is authorized to issue One Thousand (1000) shares of capital stock at the par value of \$1.00 each.

**ARTICLE V**

The street address of the initial principal office of the corporation is 1500 Cordova Road, Suite 214, Fort Lauderdale, Florida 33316, and the name and address of the initial registered agent of the corporation is J.D. Skip Bardfeld, 88 N.E. 168th Street, North Miami Beach, Florida 33162.

**ARTICLE VI**

The corporation shall have initially two directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The name and address of the initial directors of the corporation is:

CYNTHIA KELLY	1500 Cordova Road, Suite 214 Fort Lauderdale, Florida 33316
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MICHEL TISIER	1500 Cordova Road, Suite 214 Fort Lauderdale, Florida 33316
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ARTICLES OF INCORPORATION

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RE: MONACO MARINE MANAGEMENT CO., INC.

ARTICLE VII

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

J.D. SKIP BARDFELD      88 N.E. 168th Street  
North Miami Beach, Florida 33162

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLES IV

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

ARTICLE X

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of Nov, 1998.

  
\_\_\_\_\_  
J.D. SKIP BARDFELD  
Subscriber and Registered Agent

ARTICLES OF INCORPORATION

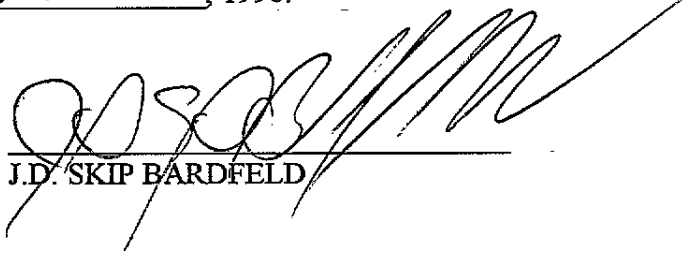
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RE: MONACO MARINE MANAGEMENT CO., INC.

DESIGNATION OF REGISTERED AGENT

I hereby accept the designation of registered agent for services of process upon MONACO MARINE MANAGEMENT CO., INC., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 30 day of Nov, 1998.

  
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J.D. SKIP BARDFELD

**FILED**  
98 DEC -3 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA