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December 29, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

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-12/31/98--01038--026  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: BNY Yacht Services, Inc.

Ladies and Gentlemen:

EFFECTIVE DATE  
1-1-99

Enclosed herewith for filing are the Articles of Incorporation of **BNY Yacht Services, Inc.**, together with a copy to be certified and returned to this office.

Also enclosed is our check in the amount of \$122.50 to cover the cost of the filing and certification fees of this corporation.

Thank you for your cooperation in this matter.

Sincerely,

*Maryann S. Peterson*

Maryann S. Peterson  
Secretary to Andrew Helgesen

Enclosure

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**Articles of Incorporation  
of  
BNY Yacht Services, Inc.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**EFFECTIVE DATE**

ARTICLE I

The name of the corporation ("Corporation") is: ~~BNY Yacht Services, Inc.~~

ARTICLE II

The existence of the corporation shall begin on January 1, 1999.

ARTICLE III

The street address of the principal office of the Corporation is **3041 North Oakland Forest Drive, Unit 101, Oakland Park, FL 33309.**

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, no par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3041 North Oakland Forest Drive, Unit 101, Oakland Park, FL 33309. The initial registered agent for the Corporation at that address is **Bruce E. Nyberg.**

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
<b>Bruce E. Nyberg</b>	<b>3041 North Oakland Forest Drive Unit 101 Oakland Park, FL 33309.</b>

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ARTICLE VII

The name(s) and street addresse(s) of the person(s) signing these articles of incorporation is/are:

<u>Name</u>	<u>Address</u>
Bruce E. Nyberg	3041 North Oakland Forest Drive Unit 101 Oakland Park, FL 33309.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 23 day of December, 1998.

Bruce E. Nyberg  
Bruce E. Nyberg, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).

Bruce E. Nyberg  
Bruce E. Nyberg

Date: 12/23/98

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