

P99000031413

TRANSMITTAL LETTER

APPROVED MAR 24 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT:

GLOBAL YACHTS BROKERAGE, INC.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/>	<input checked="" type="checkbox"/>
\$78.75	\$87.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status
ADDITIONAL COPY REQUIRED	

FROM:

Gerald Berton

555 NE 15th Street
Suite 104
Miami, Florida 33132

Daytime Telephone number:

(305) 371 2628

Daytime Fax number:

(305) 371 4420

600002826696-7
-04/01/99-01078-005
*****87.50 *****87.50

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99 APR - 1 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Global Yachts Brokerage, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Global Yachts Brokerage, Inc.
555 NE 15th Street
Suite 104
Miami, Florida 33132

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

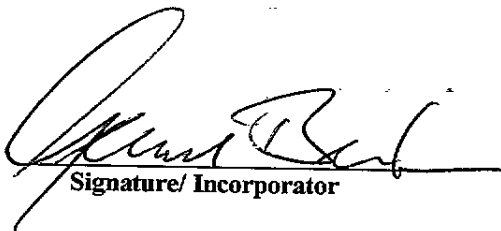
The name and Florida street address of the initial registered agent is:

Gerald Berton
555 NE 15th Street
Suite 104
Miami, Florida 33132

ARTICLE V INCORPORATOR

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

Gerald Berton
555 NE 15th Street
Suite 104
Miami, Florida 33132

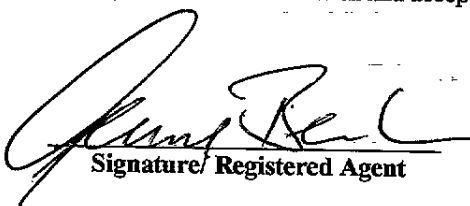

Signature/ Incorporator

APPROVED MAR 24 1999

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent


Signature/ Registered Agent

APPROVED MAR 24 1999

Date

Certificate of Designation
Registered Agent/Registered Office

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99 APR 7 1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation is: **Global Yachts Brokerage, Inc.**
2. The name and address of the registered agent and office is:

Gerald Berton

555 N.E. 15th Street, Suite #104
Miami, Florida 33132

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____

(Gerald Berton)

Date: March 29, 1999