



THE UNITED STATES
CORPORATION
COMPANY

PC919000053791

FILED

99 JUN 14 PM 2:34

ACCOUNT NO. : 072100000032

REFERENCE : 272837 7186597

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : June 14, 1999

ORDER TIME : 11:17 AM

ORDER NO. : 272837-005

CUSTOMER NO: 7186597

CUSTOMER: Mr. Earl Donaldson
HOLIDAY FUNDING CORP.
HOLIDAY FUNDING CORP.
Suite 13-b127
9131 College Parkway
Fort Myers, FL 33919

Patricia Pujols

700002903987--5

DOMESTIC FILING

NAME: YACHT MAINTENANCE IN S.W.
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

PH 6/14/99

RECEIVED
99 JUN 14 PM 1:41
DEPARTMENT OF
DIVISION OF CORPORATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION

FILED

OF

99 JUN 14 PM 2:34

YACHT MAINTENANCE IN S.W. FLORIDA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify acknowledge and file these Articles of incorporation as follows:

ARTICLE I

The nature of the business and objects and purposes to be transacted and carried on by this corporation is to conduct a vessel repair, maintenance and servicing business including the purchase of vessels for refitting and renovation. The corporation may also conduct related activities and to do any and all of the things as fully and to the same extent as natural persons might or could do in all parts of the world. The corporation may engage in any activity or business permitted under the laws of the United States or of this State.

ARTICLE II

The name of the corporation shall be:

YACHT MAINTENANCE IN S.W. FLORIDA, INC.

ARTICLE III

The authorized capital stock of this corporation shall be One Hundred (100) shares with a par value of one dollar (\$1.00) per share.

ARTICLE IV

The principal place of business of this corporation shall be:

5324 SUMMERLIN RD.
#6
Ft. Myers, FL 33919

ARTICLE V

The business of the corporation shall be managed and conducted by a Board of Director of not less than one (1) nor more than three (3) members as from time to time are determined by the stockholders, or by the directors, in accordance with the By-Laws of the Corporation. The initial Board of Directors shall be composed of one director, and the name and address of that director is as follows:

Adam Chichilla
5324 SUMMERLIN RD.
#6
Ft. Myers, FL 33919

ARTICLE VI

The street address of the initial principal officer of this corporation is: 5324 Summerlin Rd., #6, Ft. Myers, FL 33919 Suite and the name and address of the initial registered agent of this corporation is:

Adam Chichilla
5324 SUMMERLIN RD.
#6
Ft. Myers, FL 33919

ARTICLE VII

The name and address of the person forming this corporation is:

Adam Chichilla
5324 SUMMERLIN RD.
#6
Ft. Myers, FL 33919

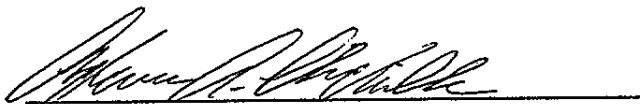
ARTICLE VIII

The annual meeting of the stockholders shall be held at the office of the corporation, or such place as the directors designate on the second Monday in July of each year. The executive officers of this corporation shall be a President, a Secretary, a Treasures, and at the option of the stockholders, one or more Vice-Presidents. The office of any one or more may be held by the same person. Some executive officers shall be elected by the stockholder at each annual meeting as aforesaid. the stockholders shall have the power to fill any vacancy in any office.

ARTICLE IX

The first meeting of the incorporated and stockholders for the purpose of organizing and adopting By-Laws and election of officers shall be held at the office of the corporation.

IN WITNESS WHEREOF, the party hereto has hereunder set his hand and seal this 10 day JUNE, 1999.

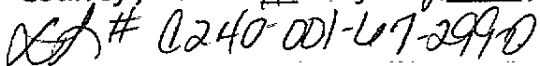


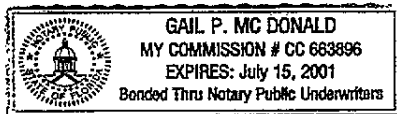
Adam Chichilla, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, to me known to be the person described in and who executed the foregoing articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal at Lee, Florida said State and County, this 11 day of July, 1999.

 # 0240-001-672990




Notary Public

CERTIFICATION OF PLACE OF BUSINESS
AND
DESIGNATION OF RESIDENT AGENT

FILED
99 JUN 14 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That YACHT MAINTENANCE IN S.W. FLORIDA, INC. desires to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation located Ft. Myers, Lee County, Florida has named Adam Chichilla as its agent to accept service of process in this and designates said address as the Registered Office.



Adam Chichilla,
Incorporator

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and to comply with the provisions of said act relative to keeping said office open.



Adam Chichilla