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CT Corporation System

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CORPORATION(S) NAME

Blue Sky Yacht Sales, Inc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BLUE SKY YACHT SALES, INC.

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

FIRST: The name of the corporation is: Blue Sky Yacht Sales, Inc.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 2221 Alliance Boulevard Suite 200, Ft. Worth, Texas 76177.

THIRD: The number of shares the corporation is authorized to issue is: 100,000.

FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

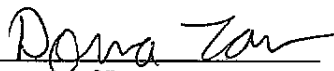
FIFTH: The names and addresses of the persons who are to serve as initial directors are:

Dennis Debo 2221 Alliance Boulevard Suite 200 Ft. Worth, Texas 76177

Robert Holly 2221 Alliance Boulevard Suite 200 Ft. Worth, Texas 76177

SIXTH: The name and address of each incorporator is:

Donna Turman 2828 N. Haskell Ave. FI 10 Dallas TX 75204

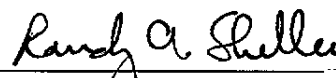

Signature of Incorporator
Donna Turman

Date: June 21, 1999

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TALLAHASSEE, FLORIDA

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

By: 
Randy A. Shelley, Spec ASST SECY

Date: 6/22/99