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July 22, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

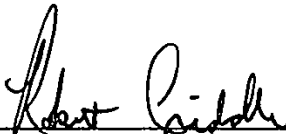
Re: OCEAN OUTBOARDS, INC.

Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Very truly yours,



ROBERT G CRIDDLE

300002249493--1
-07/28/97-01131-008
***122.50 ***122.50

Mailing address of corporation

507 EAST COAST DR BAY 4
LANTANA, Florida 33462
Phone (561) 582-555

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 27 PM 3:05

CP 7/30/97

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 23 PM 3:55

ARTICLES OF INCORPORATION

of

OCEAN OUTBOARDS, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **OCEAN OUTBOARDS, INC.**

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Seventy Five Hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name	ROBERT G CRIDDLE		
Address	507 EAST COAST DR BAY 4		
City	LANTANA	Florida	Zip 33462

The principal office, if known, or the mailing address of the corporation is:

Name	OCEAN OUTBOARDS, INC.		
Address	507 EAST COAST DR BAY 4		
City	LANTANA	Florida	Zip 33462

ARTICLE VI - INITIAL BOARD OF DIRECTORS

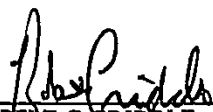
This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name	ROBERT G CRIDDLE
Address	507 EAST COAST DR BAY 4
City	LANTANA, FL 33462
Name	
Address	
City	
Name	
Address	
City	

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name	ROBERT G CRIDDLE
Address	507 EAST COAST DR BAY 4
City	LANTANA, Florida 33462
Name	
Address	
City	
Name	
Address	
City	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 23 day of July, 1997.



ROBERT G CRIDDLE

CERTIFICATE OF ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

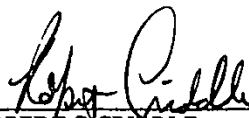
OF

OCEAN OUTBOARDS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 507 EAST COAST DR BAY 4 Florida 33462 has named ROBERT G CRIDDLE located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


ROBERT G CRIDDLE

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SECRETARY OF STATE
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97 JUL 22 PM 3:15