

P98000106504

The Family Para-Legal Center, Inc.

Stephen L. Silvestro, DPL

1501 Ridgewood Avenue, Ste. 108
Holly Hill, Florida 32117
(904) 615-9955
FAX (904) 615-8155

December 22, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

FILED
99 JAN 21 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Re: Filing of Amended Articles of Incorporation and Registered Agent
for: Bargain Water Sports & Marine, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Amended Articles of Incorporation for the above-named corporation. In addition, our check in the amount of \$35.00 which represents the filing fee and the registered agent fee is also enclosed.

Sincerely,

[Signature]
SL Silvestro, DPL
The Family Para-Legal Center

SLS/jls
Enclosures

300002723293--0
-12/28/98-01073-017
*****35.00 *****35.00

Amend
1-21-99
cc





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 8, 1999

THE FAMILY PARA-LEGAL CENTER, INC.
1501 RIDGEWOOD AVE., STE. 108
HOLLY HILL, FL 32117

SUBJECT: BARGAIN WATER SPORTS & MARINE, INC.
Ref. Number: P98000106504

We have received your document for BARGAIN WATER SPORTS & MARINE, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 199A00001011

January 15, 1999

Florida Department of State
Atten: Cheryl Coulliette
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

In Re: BARGAIN WATER SPORTS & MARINE, INC.

Dear Ms. Coulliette:

Enclosed please find the original and one copy of the corrected Amended Articles of Incorporation for the above-named corporation, pursuant to your letter dated January 8, 1999, which is attached hereto for reference.

Sincerely,



S.L. Silvestro, DPL
The Family Para-Legal Center

SLS/jls
Enclosures

AMENDED ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 21 PM 1:54

FILED

1. The name of the incorporation is: BARGAIN WATER SPORTS & MARINE INC.
2. The principal place of business and mailing address of the corporation is: 2090 South Nova Road, Suite 103, South Daytona, Florida 32119.
3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only.
4. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the activity of sale wake boards, water skis, life vests and equipment.
5. The registered agent of the corporation is David A. Prestwood, and the registered address is: 74 Brandy Hills Drive, Port Orange, Florida 32119.

This address is the same as the principal place of business and the mailing address of the corporation.

6. The Board of Directors shall have 2 members whose name's and address are as follows:

DAVID A. PRESTWOOD, President, 74 Brandy Hills Drive, Port Orange, FL 32119.

DAVID A. PRESTWOOD, Secretary/Treasurer, 74 Brandy Hills Drive, Port Orange, FL 32119.

7. The incorporator of this corporation is DAVID A. PRESTWOOD, whose address is: 74 Brandy Hills Drive, Port Orange, Florida 32119.
8. It is the intent of the incorporation that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.
9. This amendment was adopted by the incorporator and Board of Directors of this corporation and shareholder action was not required on December 22, 1998.

DATED: 1/14/99

David A. Prestwood (PRESIDENT)
DAVID A. PRESTWOOD,
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

DATED: 1/14/99

David A. Prestwood (PRESIDENT)
DAVID A. PRESTWOOD, Registered
Agent