

Y98000005524

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Southern WaterSports, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following: 3000002654393-1
-10/02/98-01061-001
*****78.75 *****78.75

Wesley B. Dunn

(Name of Person)

Wesley B. Dunn, P.C.

(Firm/Company)

123 Oakcrest Drive

(Address)

Sharpsburg, Georgia 30277

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Wesley Dunn

(Name of Person)

at (770) 251-2367

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

98 OCT -2 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Southern WaterSports, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia

(State or country under the law of which it is incorporated)

3. 58-2416656

(FEI number, if applicable)

4. August 7, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. As soon as possible after authority to do business is approved--hopefully by 10/15/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1954 Hwy. 54 West, Fayetteville, Georgia 30214

(Current mailing address)

8. For wholesale and retail water sport activities and any other lawful purposes not specifically prohibited by law.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Dr. Cardwell C. Nuckols
Dr. Cardwell C. Nuckols

Office Address: 5255 Pineview Way
5255 Pineview Way
Apopka, Florida, 32703
Apopka (Zip code) 32703

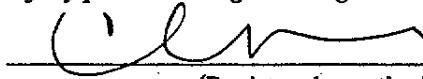
SECRETARY OF STATE
TALLAHASSEE, FL

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

Cardwell C. Nuckols

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Robert N. Carawan

Address: 1954 Hwy. 54 West

Fayetteville, Georgia 30214

Vice Chairman: R. Van Hicks

Address: 180 Industrial Way

Fayetteville, Georgia 30214

Director: Wesley B. Dunn

Address: 123 Oakcrest Drive

Sharpsburg, Georgia 30277

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Robert N. Carawan

Address: 1954 Hwy. 54 West

Fayetteville, Georgia 30214

Senior

Vice President: R. Van Hicks

Address: 180 Industrial Way

Fayetteville, Georgia 30214

Secretary: Wesley B. Dunn

Address: 123 Oakcrest Drive

Sharpsburg, Georgia 30277

Treasurer: Kim Griffin-Lanoue

Address: 1954 Hwy. 54 West

Fayetteville, Georgia 30214

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Wesley Dunn, Secretary

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Wesley Dunn, Secretary

(Typed or printed name and capacity of person signing application)

8085-2
SECRETARY, STATE
TALLAHASSEE, FLORIDA
FILED
1:34 PM 10/2/86

Secretary of State
Corporations Division
315 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982710203
CONTROL NUMBER : 9829715
DATE INC/AUTH/FILED: 08/07/1998
JURISDICTION : GEORGIA
PRINT DATE : 09/28/1998
FORM NUMBER : 211

WESLEY DUNN
123 OAKCREST DR.
SHARPSBURG GA 30277

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

SOUTHERN WATERSPORTS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

