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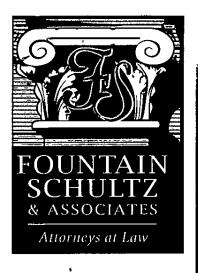
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SECRETARY OF STATE
AHASSEF, FI ORIDA

J. BRYAN

MAY - 5 2009

EXAMINER



CERRY ÁNNE SCHULTZ SCOTT C. BRIDGFORD

045 Fountain Professional Ct.

Suite A Navarre, Florida 32566

Tel: (850) 939-3535 Fax: (850) 939-3539

SANTA ROSA BEACH TEL: (850) 622-2700 FAX: (850) 622-2722 DATED: April 30, 2009

TO: Florida Department of State, Div. Corporations

RE: <u>Emerald Coast Power Sports, L.L.C.</u>

ENCLOSURES: Articles of Incorporation / Check \$130.00

This is furnished for the purpose designated below:

| (|). | Your signing and returning the enclosures in the envelope provided. | | | |
|----|----------|---|-----------------------------|------------------------|--|
| (|) | For your records information. | | | |
| (|) | For your review. | | | |
| (|) | Pursuant to your request. | | | |
| (|) | Filing with the Court and returning file-endorsed copies. | | | |
| (|) | Filing with the Court and Issuing Summons. | | | |
| (|) | Securing the signature of the Court, filing of the original and mailing | | | |
| ` | <i>.</i> | copies to parties/attorneys. Pr | re-addressed, stamped enve | elopes enclosed. | |
| (|) | Recording and returning to the undersigned in the envelope provided. | | | |
| (|) | Enclosed is our check # | in the sum of \$ | payable | |
| ` | , | to | cover fees a | and/or costs incurred. | |
| (|) | Enclosed is our check # | in the sum of \$ | payable | |
| • | | to theCou | | | |
| (|) | Please deduct the amount of \$ | | | |
| (|) | Please serve the attached Subpoenas and/or other pleadings on the person(s) | | | |
| | | indicated and return your Affi | davit of Service in the env | elope provided. | |
| (X | () | Other: Articles of Incorpor | ration for filing and chec | k in amount of | |

Thank you very much for your attention to this matter.

\$130.00 for filing fee.

Very truly yours,

Fountain, Schultz & Associates, P.L.

Rose Beckstrom

FL. Registered Paralegal to Kerry Ann Schultz and Kenneth R. Fountain

/rmb Enclosures

ARTICLES OF ORGANIZATION

OF

EMERALD COAST POWER SPORTS, L.L.C.

PILED STATES

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be "EMERALD COAST POWER SPORTS, L.L.C." ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566, and the street address of the principal office of the Company shall be 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566.

ARTICLE III - DURATION

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kerry Anne Schultz, Esquire, 2045 Fountain Professional Court, Suite A, Navarre, Florida, 32566.

ARTICLE V - CAPITAL CONTRIBUTIONS

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in

the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VIII - MANAGEMENT

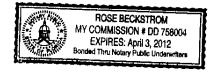
The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE IX - AMENDMENT

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these

| Articles of Organization on behalf of an | nd as an authorized representative of the members and of |
|--|--|
| the Company. | ARE T |
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| | VDDD SDIE COLUMN MET CO |
| | KERRY ANNE SCHULTZ, Organizer 22 3 |
| STATE OF FLORIDA | P |
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| COUNTY OF SANTA ROSA | |
| | 204 |
| Sworn to and subscribed before | me this <u>do</u> day of April, 2009, by KERRY ANNE |
| SCHULTZ, who (L) is personall | y known to me or who () has produced |
| · · · · · · · · · · · · · · · · · · · | on and who did not take an oath |
| , | |
| | Hose Declistron |
| | |
| | NOTARY PUBLIC |
| | Commission No. DD 758004 |
| | My Commission Expires: 4-3-12 |



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

KERRY ANNE SCHULTZ, ESQUIRE, the designated resident agent of EMERALD COAST POWER SPORTS, L.L.C., does hereby certify that her business address is 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566, do hereby accept the designation and appointment as resident agent of EMERALD COAST POWER SPORTS, L.L.C, a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

DATED this **2** day of April, 2009.

KERRY ANNE SCHULTZ, ESQUIRE

STATE OF FLORIDA COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this day of April, 2009, by KERRY ANNE SCHULTZ who (K) is personally known to me or who () has produced a driver's license as identification and has taken an oath.

NOTARY PURITO

Commission No.: 100758004

Commission Expires: 4-3-12

ROSE BECKSTROM
MY COMMISSION # DD 758004
EXPIRES: April 3, 2012
Bonded Thru Notary Public Underwriters