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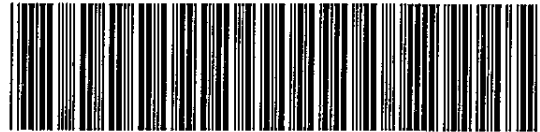
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SECRETARY OF STATE
TALLAHASSEE, FL 32304

12-18-03
[Signature]

LOREN E. BODEM, CHARTERED

ATTORNEY AT LAW
FIRST NATIONAL CENTER
815 COLORADO AVENUE, SUITE 305
STUART, FLORIDA 34994

LOREN E. BODEM
ADMITTED: FLORIDA, MICHIGAN
AND MINNESOTA BAR

TELEPHONE
(772) 286-4265

FACSIMILE
(772) 286-2698

December 9, 2003

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

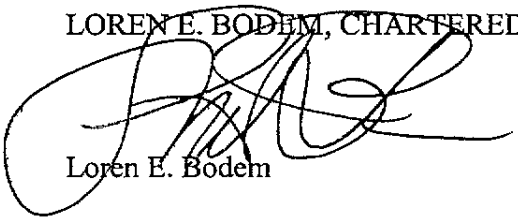
Re: Family Fun Riders of Martin County

Dear Madam or Sir:

Enclosed is an original and one copy of Articles of Incorporation and a check in the amount of \$70.00 to cover the cost of filing same.

Very truly yours,

LOREN E. BODEM, CHARTERED


Loren E. Bodem

LEB/kam

Enclosures

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03 DEC 11 PM 5:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FAMILY FUN RIDERS OF MARTIN COUNTY, INC.**

THE UNDERSIGNED, acting as Incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation.

ARTICLE I: NAME OF CORPORATION

The name of this corporation shall be: FAMILY FUN RIDERS OF MARTIN COUNTY, INC..

The principal address of the corporation at the time of incorporation is 8428 S.E. Pine Circle, City of Hobe Sound, County of Martin, Florida 33455.

ARTICLE II: DURATION AND EFFECTIVE DATE

The duration of this corporation is perpetual, unless dissolved according to law.

Corporate existence shall commence on the date these Articles of Incorporation are filed by the Department of State.

ARTICLE III: PURPOSE OF CORPORATION

1. The specific and primary purpose for which this corporation is organized is to develop, maintain and operate an off-highway riding area for recreational vehicles.
2. This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not for Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraph 1 of this Article.

ARTICLE IV: QUALIFICATIONS AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination and transfer of membership shall be as set forth in the Bylaws of this corporation.

ARTICLE V: REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 8428 S.E. Pine Circle, Hobe Sound, Florida 33455, and the name of the corporation's initial Registered Agent at that address is LAWRENCE L. ROBERTS.

ARTICLE VI: FIRST BOARD OF DIRECTORS

The following persons shall serve the corporation as Directors until the first annual meeting or other meeting called to elect Directors:

LAWRENCE L. ROBERTS
SCOTT W. POTTER
JOSEPH M. CAPICOTTI
MATTHEW S. MURPHY

ARTICLE VII: BASIS UNDER WHICH CORPORATION ORGANIZED

The corporation is a not for profit corporation as defined by the Not for Profit Corporation Act in Section 617.01410 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, officers, or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

ARTICLE VIII: MANAGEMENT OF CORPORATE AFFAIRS

1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the board of not less than three Directors. The number of Directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the Board of Directors or members entitled to vote.

2. Election of Directors. The method of electing Directors shall be as set forth in the Bylaws.

3. Elective Officers. The officers of this corporation shall be a President, Vice President, Secretary, and Treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the Bylaws.

ARTICLE IX: INCORPORATORS

The name and address of each Incorporator are as follows:

Lawrence L. Roberts
8428 S.E. Pine Circle
Hobe Sound, FL 33455

Joseph M. Capicotti
8405 S.E. Woodcrest Pl.
Hobe Sound, FL 33455

Scott W. Potter
8552 S.E. Duncan St.
Hobe Sound, FL 33455

Matthew S. Murphy
8313 S.E. Cumberland Circle
Hobe Sound, FL 33455

ARTICLE X: INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to participation by nonmembers will be paid over to an organization that is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code on an annual basis, unless this corporation itself is a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XI: BYLAWS

Bylaws will be adopted at the first meeting of the Board of Directors. The Bylaws may be amended, repealed, in whole or in part, by the Directors in the manner provided in the Bylaws. Any amendments to the Bylaws shall be binding on all members of this corporation.

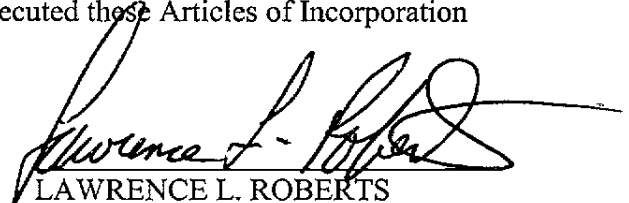
ARTICLE XII: AMENDMENT OF ARTICLES


Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

ARTICLE XIII: DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as an organization described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code or corresponding sections of that code as subsequently amended, or to the federal, state or local government to be used exclusively for public purposes.

In witness, the undersigned Incorporators have executed these Articles of Incorporation
on Oct. 24, 2002.

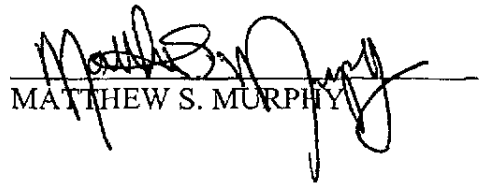

LAWRENCE L. ROBERTS



SCOTT W. POTTER



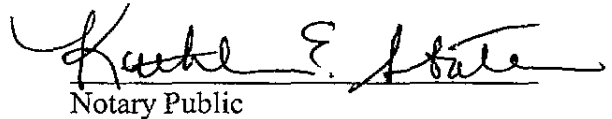
JOSEPH M. CAPICOTTI



MATTHEW S. MURPHY

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this
24 day of October, 2002 by LAWRENCE L. ROBERTS, SCOTT
W. POTTER, JOSEPH M. CAPICOTTI, MATTHEW S. MURPHY, as Incorporators.



Notary Public



Kathleen E. Statesir
MY COMMISSION # DD148854 EXPIRES
October 21, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
03 DEC 11 PM 5:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In pursuance of Sections 48.09(1) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That FAMILY FUN RIDERS OF MARTIN COUNTY, INC. desiring to organize under the laws of the State of Florida, with its initial registered office in Florida being in the County of Martin at 8428 S.E. Pine Circle, Hobe Sound, FL 33455, has named LAWRENCE LEE ROBERTS, located at that same address, as its initial registered agent to accept service of process within this State.

Acknowledgment

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays and to post therein a sign designating the name of the corporation and of its registered agent.


LAWRENCE L. ROBERTS