

February 23, 2000

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

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FILED
20 FEB 28 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

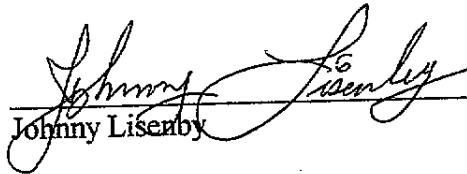
Re: Lisenby Boats, Inc.

To Whom It May Concern:

Enclosed please find two originals of the Articles of Incorporation, together with a check for \$ 78.75.

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.

Sincerely,


Johnny Lisenby

100003150861--6
-02/28/00--01013--015
*****78.75 *****78.75

Please send all correspondence to : Johnny Lisenby
1490 W. Hopkins Ln.
Lecanto, Fl. 34461

B-7
WC

**ARTICLES OF INCORPORATION
OF
Lisenby Boats, Inc.**

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

ARTICLES I - CORPORATE NAME

The name of the corporation:

Lisenby Boats, Inc.

ARTICLE II - DURATION

This 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 FIVE HUNDRED shares (500) of the \$1.00 (one dollar) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial Registered Agent and the principal office physical address of this Corporation is:

Johnny Lisenby
1490 W. Hopkins Ln.
Lecanto, Fl. 34461

Principal Office mailing address is:

1490 W. Hopkins Ln.
Lecanto, Fl. 34461

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
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Lisenby Boats, Inc.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

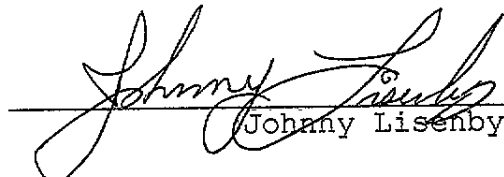
Johnny Lisenby
1490 W. Hopkins Ln.
Lecanto, FL 34461

ARTICLE VII - INCORPORATORS

The names and address of the person signing these Articles of Incorporation is:

Johnny Lisenby
1490 W. Hopkins Ln.
Lecanto, FL 34461

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of February, 2000.



Johnny Lisenby

STATE OF FLORIDA
COUNTY OF CITRUS

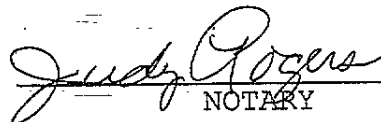
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Before me, the undersigned authority, personally appeared, Johnny Lisenby, who producing identification and being duly sworn, depose and say that they have read the fore-going instrument and that all the facts are true on this 23 day of February, 2000.

FL. DRIVERS Lic #

L251-422-44-463-0

EXPIRES 12-23-04
TYPE OF ID AND NUMBER



NOTARY



CERTIFICATE OF REGISTERED AGENT
of
Lisenby Boats, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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:

1490 W. Hopkins Ln.
Lecanto, FL 34461

has named Johnny Lisenby, located at the afore-said address, as Registered Agent to accept service of process within this state.

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


Johnny Lisenby, Registered Agent