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LEWIS E. GARLISI

Attorney at Law

P.O. Box 17938

Tampa, Florida 33682

813/767-6055

FAX #: 813/948-9414

September 7, 2000

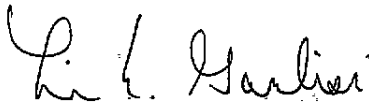
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re.: Articles of Incorporation
Electro Cruise Boats, Inc.

Enclosed with this letter, please find an original and one copy of the executed Articles of Incorporation and executed copy of the designation for registered agent for filing with the Secretary of State. A check in the amount of \$78.75 to cover incorporation fees and fees for a certificate of status.

If you have any questions, please contact me at the above telephone or FAX number.

Sincerely,



Lewis E. Garlisi

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TALLAHASSEE, FLORIDA
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ELECTRO CRUISE BOATS, INC.

The undersigned incorporator hereby forms a corporation pursuant to Chapter 607 of the Florida Statutes and adopts the following articles of incorporation:

ARTICLE I: NAME AND ADDRESS

The name of the corporation is: ELECTRO CRUISE BOATS, INC.

The address of the principal office and the mailing address shall be: 6344 South Tex Point, Homosassa, Florida 34448.

ARTICLE II: PURPOSE

This Corporation may engage or transact in any activity or business permitted under the laws of the United States, the State of Florida, or any other country, state or territory.

ARTICLE III: DURATION

The existence of this corporation shall commence with the filing of these Articles. The duration of this corporation is perpetual.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by this corporation is 1,000 shares having no par value. Assignment of value may be changed from time to time at future dates.

ARTICLE V: INITIAL REGISTERED AGENT

The initial registered agent will be Mr. Joseph Peek. The street address of the initial registered office of the corporation shall be: 6344 South Tex Point, Homosassa, Florida 34448.

ARTICLE VI: BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased by the by-laws, but shall never be less than one. All corporate powers shall be executed by or under the direction of the board of directors, unless limited by the articles of incorporation.

The names and addresses of the initial members of the board of directors are:

Joseph T. Peek	6344 South Tex Point Homosassa, Florida 34448
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ARTICLE VII: OFFICERS

The names and addresses of the initial corporate officers are:

<u>President:</u>	Joseph T. Peek	6344 South Tex Point Homosassa, Florida 34448
<u>Secretary:</u>	Marie H. Peek	7135 S. Gilbert Terrace Lacanto, Florida 34461

The initial officers shall hold office during the first year or until a successor is either elected or appointed.

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TALLAHASSEE, FLORIDA

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Lewis E. Garlisi, 18418 Swan Lake Drive, Lutz, Florida 33549.

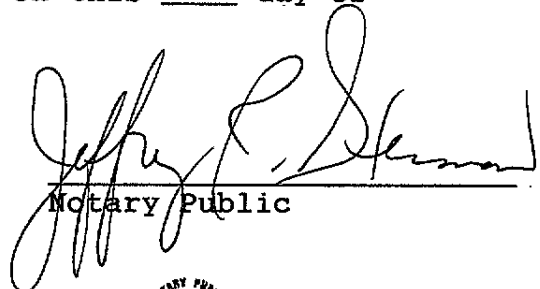
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 7th day of September, 2000.


Lewis E. Garlisi

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared LEWIS E. GARLISI, who is personally known to me or has produced valid identification, and who did take oath on this 7th day of September, 2000.


Notary Public



Jeffrey R. Starnan
My Commission CC630463
Expires April 28, 2001

Notary name printed
My commission expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN
ARTICLES OF INCORPORATION

Pursuant to the provisions of section 607.0501 of the Florida Statutes, ELECTRO CRUISE BOATS, INC., a Florida corporation authorized to transact business in this state, submits the following statement in designating the registered agent and office:

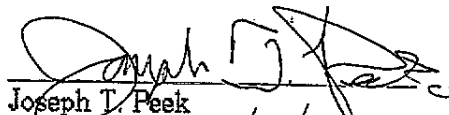
The name of the registered agent is:

Joseph T. Peek

The address of the registered agent is:

6344 South Tex Point
Homosassa, Florida 34448

Having been named registered agent and to accept service of process for ELECTRO CRUISE BOATS, INC., I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with the duties relating to my position as registered agent for ELECTRO CRUISE BOATS, INC., and will comply with the provisions within the Florida Statutes.


Joseph T. Peek
8/14/2000