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MATT MATHEWS, P.A.

1501 PARK AVENUE EAST
TALLAHASSEE, FLORIDA 32301

E-MAIL: ATTYMATHEWS@NETTALLY.COM

TELEPHONE: (850) 681-9303
FACSIMILE: (850) 681-2998

MATT MATHEWS, J.D.

ALAN GONZALEZ, J.D., LLM
OF COUNSEL

October 26, 2000

VIA HAND DELIVERY

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

400003441154--
-10/26/00--01097--008
*****78.75 *****78.75

Re: Articles of Incorporation for
Bob's Marine & Cycle, Inc.

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Incorporation for Bob's Marine & Cycle, Inc. In addition, enclosed is my firm's check number 233 in the amount of \$78.75 for the filing fee and Certificate of Status fee. Please file the Articles and return a copy to my office with a Certificate of Status in the enclosed preaddressed postage paid envelope.

Please call me if you have questions or need anything further.

Sincerely,

Matt Mathews

MM/prt

Enclosure

00 OCT 26 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

RECEIVED
00 OCT 26 PM 2:42
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

BOB'S MARINE & CYCLE, INC.

In compliance with the requirements of Chapter 607, Florida Statutes (1999), the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Bob's Marine & Cycle, Inc.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles in the Florida Department of State.

ARTICLE III

The mailing address and the street address of the principal office of the Corporation is Northwest U.S. Highway 41 , Lake City, Florida 32056.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is Northwest U.S. Highway 41, Lake City, Florida 32056. The initial registered agent for the Corporation at that address is Robert K. Brown, who is also the incorporator of this Corporation.

ARTICLE VI

This corporation shall not have more than 75 shareholders, and each shareholder must be an individual, a decedent's estate or a trust authorized by the Internal Revenue Code to own "S" Corporation stock.

APPROVED
AND
FILED
00 OCT 26 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on Oct/25, 2000.

Incorporator: Robert K. Brown
ROBERT K. BROWN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Bob's Marine & Cycle, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under 607.0501(3), Florida Statutes (1999).

Registered Agent: Robert K. Brown
ROBERT K. BROWN
Date: Oct/25/2000

00 OCT 26 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED