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March 14, 2001

Secretary of State **Division of Corporations**

P.O. Box 6327 Tallahassee, Fla. 32314

RE: Tropical Boatlifts, Inc.

Dear Sirs,

Enclosed please find two original Articles of Incorporation of Tropical Boatlifts, Inc. to be filed along with check for \$78.75 as and for filing fees of \$70.00 and \$8.75 for a certified copy thereof. I have also enclosed the Acceptance of the registered agent of the corporation.

Please file same and return me a certified copy in the self addressed stamped envelope provided.

Thank you for your assistance in this matter.

Very truly yours, RM Bell

Robert Budish, Esq.

Rb/mm Enc

ARTICLES OF INCORPORATION

OF

TROPICAL BOATLIFTS, INC.



We, the undersigned, desiring to form a corporation for profit in the State of Florida, hereby organize ourselves together for that express purpose.

ARTICLE ONE

The name of the corporation shall be: TROPICAL BOATLIFTS, INC.

ARTICLE TWO

The existence of the corporation shall be perpetual.

ARTICLE THREE

The corporation is authorized to issue 1,000 (One thousand) shares of one dollar (\$1.00) par value common stock.

ARTICLE FOUR

The street address of the initial registered agent of this corporation is 103 N.E. 8TH Street, Pompano Beach, Florida, 33060, and the initial registered agent at that address is Dezso Baksay. The principal place of business of this corporation shall be at 103 N.E. 8th Street, Pompano Beach, Florida, 33060.

ARTICLE FIVE

The corporation is organized to own and operate a business

involved in retail sales of boatlifts and also for the purpose of transacting any and all lawful business in the State of Florida.

ARTICLE SIX

The corporation shall have one director initially. The name and address of the initial directors of the corporation shall be:

Dezso Baksay 103 N.E. 8th Street Pompano Beach, Fla. 33060

ARTICLE SEVEN

The names and address of the person signing these Articles of Incorporation are: Dezso Baksay, 103 N.E. 8th Street, Pompano Beach, Florida 33060.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of March, 2001.

Dezso⁴Baksay

State of Florida

County of Palm Beach

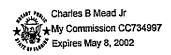
Sworn to and subscribed before me on this 13^{12} day of March,

2001, by DEZSO BAKSAY, who being duly sworn deposes and says

that he executed the foregoing Articles of Incorporation for the purposes expressed therein

and he showed a Florida driver's license as identification

Notary Public State of Florida My commission expires:



ACCEPTANCE

Having been named to serve as registered agent, I hereby accept and agree to act in that capacity and follow all laws and statutes concerning registered agents in the State of Florida.

Dated: March 13, 2001

Desze Baksay Registered Agent

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SECRETARY OF STATE