

PO2000080850

BRIAN ONEIL

PO Box 199
Tavernier, Fl 33070
Tel. 305-852-7622

July 12, 2002

FILED
02 JUL 25 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: Stuart Yamaha Co

Gentlemen,

Enclosed please find Articles of Incorporation on a new Florida corporation, Stuart Yamaha Co by name, along with my check for \$70.00 consisting of \$35.00 for the filing fee and \$35.00 for the registered agents fee, and a stamped, self-addressed envelope to accommodate your reply.

Very Truly Yours,

B. O'Neil

Brian O'Neil

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Self
7/25

ARTICLES OF INCORPORATION
of
STUART YAMAHA COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be STUART YAMAHA COMPANY.

ARTICLE II

The corporation shall have perpetual existence, and commencement of corporate existence shall be the time of the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE III

The purpose for which the corporation is formed is the transaction of any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have is five thousand (5,000) shares of common stock with TEN CENT (\$.10) par value per share.

ARTICLE V

The street address of the initial principal office, mailing address and registered office of the corporation, and the name of the corporation's initial registered agent at that address is:

Brian ONeil
200 Harborview Dr
Tavernier, Fl 33070

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of the person who is to serve on the initial Board of Directors is:


Brian ONeil
200 Harborview Dr
Tavernier, Fl 33070

ARTICLE VII

The name and address of the corporation's incorporator is:

Brian O'Neil
200 Harborview Dr
Tavernier, FL 33070

IN WITNESS WHEREOF the undersigned incorporator has hereunto affixed his hand and seal this 22nd day of July, 2002.

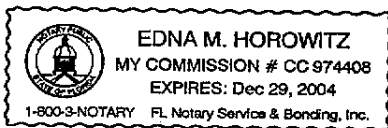

Brian O'Neil


STATE OF FLORIDA

COUNTY OF MONROE

I HEREBY CERTIFY that on this day personally appeared Brian O'Neil to me well known (or who has produced well known as identification) and he acknowledged before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

Witness my hand and official seal in the County and State above named, this 22 day of July, 2002.



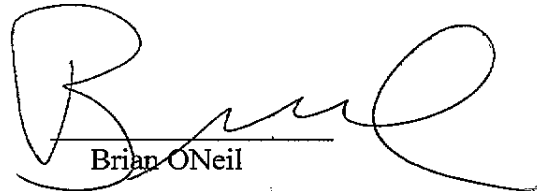

Notary Public
State of Florida at Large

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT

In compliance with Chapter 607.034, Florida Statutes, the undersigned hereby accepts the designation as registered agent for STUART YAMAHA COMPANY.

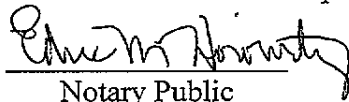
Dated this 22nd day of July, 2002.


Brian O'Neil

STATE OF FLORIDA

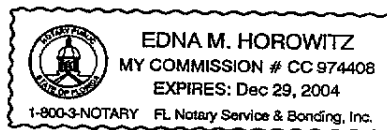
COUNTY OF MONROE

Sworn to and subscribed before me this 22nd day of July, 2002, by Brian O'Neil, who is personally known to me or who has produced WELL KNOWN as identification.


Notary Public

State of Florida at Large

My Commission Expires:



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TALLAHASSEE, FLORIDA