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Wallace J.D. Weylie

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August 19, 2002

Department of the State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Incorporation of Jet Fun Powersports Inc.

800007231408--3
-08/21/02--01004--001
122.50 **78.75

Dear Registrar:

Enclosed in duplicate are Articles of Incorporation regarding the above-named corporation. A preliminary search of the name via the internet site indicated that there is no problem with using this name.

Also, enclosed is a check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to this office.

Thank you for your assistance.

Sincerely,

Wallace J. Weylie
Wallace J. Weylie

FILED
02 AUG 20 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE AUG 21 2002

ARTICLES OF INCORPORATION

OF

JET FUN POWERSPORTS INC.

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02 AUG 20 PM 2:32

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of the corporation shall be:

JET FUN POWERSPORTS INC.

The principal place of business of this corporation shall be:

401 East Shore Shore Drive
Clearwater, Florida 33760

Article II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

Article III. CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100,000 shares at \$ 1.00 each

Article IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

Article V. OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

William Michael King
1054 Sunset Point Road, #B,
Clearwater, Florida 33755

Robin Gale
1200 Curlew Rd. #5
Palm Harbor, Florida 34683

Article VI. INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

Robin Gale
1200 Curlew Rd. #5,
Palm Harbor, FL 34683

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 19th day of August, 2002.

Signatures of Incorporator:

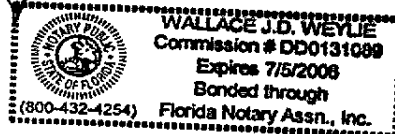

ROBIN GALE

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this 19TH day of AUGUST, 2002 by ROBIN GALE, who produced a passport as identification and who did take an oath.

Wallace J.D. Weylie
Notary Public
Commission No.



FILED

CERTIFICATE DESIGNATING REGISTERED AGENT AND
REGISTERED OFFICE

AUG 20 PM 2:32

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is: Jet Fun Powersports Inc.
2. The name and address of the registered agent and office is:

Wallace J.D. Weylie
350 Gulf Blvd.
Indian Rocks Beach, Florida 33785

Signature: 

~~Title: Incorporator~~

Date: August 19, 2002

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature: 
Wallace J.D. Weylie

Date August 19, 2002