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Financial Services & Tax Planning
Tax Return Preparation

J. A. McInerney, Jr., MBA

P.O. Box 494053
Port Charlotte, FL 33949-4053

Tel: (941) 764-0976
Fax: (941) 764-4038

September 4, 2002

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

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-09/06/02--01015--021
*****78.75 *****78.75

Attn: Corporate Filing Section

Re: Custom Performance Marine, Inc.

Dear Sir/Madam:

Enclosed for filing please find an original and one copy of the Articles of Incorporation together with the Designation of Registered Agent for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 in payment for the Filing Fee, Designation of Registered Agent, and Certified Copy of Articles.

Sincerely,



Joseph A. McInerney, Jr.

Enclosures

cc:

Custom Performance Marine, Inc.

FILED
02 SEP -6 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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VL
9/10

**ARTICLES OF INCORPORATION
OF
Custom Performance Marine, Inc.**

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02 SEP -6 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I Richard W. Casa, the undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.

ARTICLE I

The name of the Corporation is Custom Performance Marine, Inc.
The street address and county of the its principal place of business is:

3749 Junction Street
North Port, FL 34288

and the name of the initial registered agent at this address is Richard W. Casa

ARTICLE II

The corporation is organized for the purpose of conducting any and all lawful business as authorized under the laws of the State of Florida or any other state, country or territory. It shall have all the powers set forth in Florida Statutes Chapter 607 and any and all other powers incidental to the conducting of any and all lawful business.

ARTICLE III

The number of shares the corporation is authorized to issue shall be 1,000 shares all of one class designated as common stock at \$1.00 par value.

ARTICLE IV

The corporation shall have a perpetual existence commencing upon the filing of the Articles of Incorporation by the Secretary of State.

ARTICLE V

The names and addresses of the subscribers are:

- 1) Richard W. Casa, 3749 Junction Street, North Port, FL 34288
- 2) Trena L. Casa, 3749 Junction Street, North Port, FL 34288

ARTICLE VI

The number of directors constituting the initial board of directors shall be 2. The names and addresses of the initial directors of this corporation are:

- 1) Richard W. Casa, 3749 Junction Street, North Port, FL 34288
- 2) Trena L. Casa, 3749 Junction Street, North Port, FL 34288

The number of directors may be increased or decreased from time-to-time by the By-Laws adopted by this corporation.

ARTICLE VII

To the fullest extent permitted by Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

ARTICLE VIII

All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

ARTICLE IX

All corporate powers shall be exercised by or under the authority of and the business affairs of this corporation and shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE X

The original By-Laws of the corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter, said By-Laws must be amended by the Board of Directors by a majority vote of the Directors present at any regular meeting of said Board, or at any special meeting called for such

purpose as the majority of the Directors present.

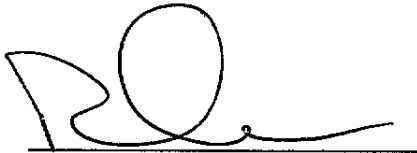
ARTICLE XI

The Articles of Incorporation may be amended in any manner as provided for by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by the majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement attesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XII

The name and address of the incorporator is

Richard W. Casa
3749 Junction Street
North Port, FL 34288



Richard W. Casa


Date

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Custom Performance Marine, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Sarasota, Sarasota County, Florida, has named:

Richard W. Casa
3749 Junction Street
North Port, FL 34288

as its agent to accept service of process within this State.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent



Richard W. Casa

9/5/2002
Date

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02 SEP - 6 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA