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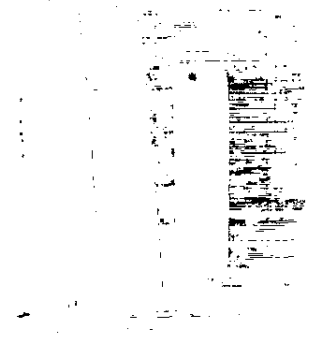
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STATE
TALLAHASSEE, FLORIDA

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Reply to: TAMPA

June 30, 2003.

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

RE: **Champion PowerSports, Inc.**

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation for Champion PowerSports, Inc. In furtherance, we have enclosed check #10716 to cover the fees associated with filing the Articles of Incorporation, the Certificate of Designated Registered Agent/Registered Office, and the return of a certified copy of the documents in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to contact me. Thanks.

Sincerely,



Andria T. Tullo

ATT/dwl
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CHAMPION POWERSPORTS, INC.

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

Article 1. The name of the Corporation is:

CHAMPION POWERSPORTS, INC.

Article 2. The Corporation is formed for the following purposes:

To do all things necessary and convenient to carry out its business and affairs and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

Article 3. The street address of the registered office of the Corporation in the State of Florida is 4301 Anchor Plaza Parkway, Suite 300, Tampa, FL 33634 and the name of the Corporation's initial registered agent upon whom process against the Corporation may be served at said registered office is Andréa T. Tullo.

Article 4. The street address of the initial principal office of the Corporation is 10308 Welbeck Court Tampa, Florida 33626.

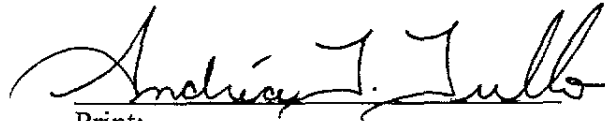
Article 5. The total number of shares of stock which the Corporation shall have authority to issue is 10,000 shares, \$0.01 par value, all of which shall be of the same class and all of which are designated as common stock.

Article 6. No shareholder of the Corporation, by reason of the holding of shares by such shareholder, shall have any preemptive right to purchase, subscribe to, or have first offered to, any shares of any class of the Corporation, presently or subsequently authorized, or any notes, debentures, bonds or other securities of the Corporation convertible into, or carry options or warrants to purchase, shares of any class, presently or subsequently authorized (whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities would adversely affect the dividend or voting rights of such shareholders), other than such rights, if any, as the Board of Directors in its sole discretion from time to time may grant, at such prices as the Board of Directors in its discretion may fix. The Board of Directors may issue shares of any class of the Corporation, or any notes, debentures, bonds or other securities convertible into, or carrying options or warrants to purchase, shares of any class without offering any such shares of any class, either in whole or in part, to the existing shareholders of any class.

Article 7. Directors shall be elected or appointed by a method to be stated in the corporation's bylaws.

Article 8. The name of the incorporator is Andréa T. Tullo, Esq., and the mailing address of the incorporator is 4301 Anchor Plaza Parkway, Suite 300, Tampa, FL 33634.

Dated: June 30, 2003

A handwritten signature in black ink, reading "Andréa T. Tullo". The signature is written in a cursive style with a horizontal line underneath the name.

Print:
Andréa T. Tullo, Esq.
Incorporator

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**CERTIFICATE OF DESIGNATED
REGISTERED AGENT/REGISTERED OFFICE**

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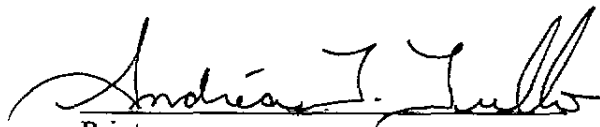
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, and having been named as registered agent to **CHAMPION POWERSPORTS, INC.**, a corporation organized under the laws of the state of Florida, undersigned submits the following statement in designating the registered agent/registered office in the state of Florida.

The undersigned, Andréa T. Tullo, Esq., hereby agrees to accept service of process for the above stated Corporation at the place designated in the Articles of Incorporation.

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 relates to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 30, 2003



Print:

Andréa T. Tullo, Esq.
4301 Anchor Plaza Parkway
Suite 300
Tampa, FL 33634