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SECRETARY OF SEATS.

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C. NORRIS TILTON, P.A.

ATTORNEY AND COUNSELOR AT LAW TILTON BUILDING 1935 N.E. RICOU TERRACE JENSEN BEACH, FLORIDA 34957

> TELEPHONE (772) 334-3305 FAX (772) 334-2058 E-MAIL: cntilton@aol.com

C. NORRIS TILTON
REAL PROPERTY LAW
AND ESTATE PLANNING & ADMINISTRATION

September 13, 2005

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: TILTON BOATS, INC.

Dear Sir/Madam:

Enclosed herewith is an <u>original and one copy</u> of Articles of Incorporation of Tilton Boats, Inc.

Also, enclosed is my office check in the amount of \$70.00 to cover the filing fee and fee for Designation and Acceptance of Registered Agent.

Please provide me with a non-certified copy of these Articles of Incorporation.

Thank you for your cooperation in this matter.

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Yours very truly,

C. Norris Tilton

CNT:ft Enclosures File # 95-05

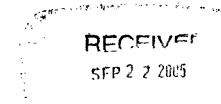


FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

September 19, 2005

C. NORRIS TILTON 1935 NE RICOU TERRACE JENSEN BEACH, FL 34957

SUBJECT: TILTON BOATS, INC. Ref. Number: W05000043454



We have received your document for TILTON BOATS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You may only list one registered agent for service of process.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis Document Specialist New Filings Section

Letter Number: 305A00057506

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ARTICLES OF INCORPORATION

- OS SIR TO THE OS

OF

TILTON BOATS, INC.

The undersigned Incorporator of these Articles of Incorporation, being a natural person competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: TILTON BOATS, INC.

The initial principal place of business of this corporation shall be: 1527 N.E. Cardinal Avenue, Stuart. Florida 34994-1812.

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 maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is TWO THOUSAND FIVE HUNDRED (2,500) shares of Common Stock, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be: 1421 N.E. Elizabeth Ave., Jensen Beach, Florida 34957, and the name of the initial Registered Agent of the corporation at that address is: ALLAN L. TILTON.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually commencing on the date of incorporation: September 2005.

ARTICLE VI - DIRECTORS

This corporation shall initially have two (2) Directors. The maximum number of Directors of the corporation shall be three (3). The names and addresses of the initial Directors, who shall hold office until their successor(s) are elected and qualified, are as follows:

ALLAN L. TILTON

1421 N.E. Elizabeth Ave.

500 Shares

Jensen Beach, Florida 34957

TERI TILTON

1421 N.E. Elizabeth Ave. Jensen Beach, Florida 34957 500 Shares

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

ALLAN L. TILTON

1421 N.E. Elizabeth Ave.

Jensen Beach, Florida 34957

TERI TILTON

1421 N.E. Elizabeth Ave. Jensen Beach, Florida 34957

ARTICLE VIII - INCORPORATORS

The name and street address of the Incorporators to these Articles of Incorporation are:

ALLAN L. TILTON

1421 N.E. Elizabeth Ave. Jensen Beach, Florida 34957

TERI TILTON

1421 N.E. Elizabeth Ave. Jensen Beach, Florida 34957

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended by a majority interest of the Shareholders of the corporation at a meeting duly called for such purpose.

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IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation on this day of September, 2005.

ARTICLE X-EFFECTIVE DATE

The Effective date of this Corporation is September ** th, 2005.

ALLAN L. TILTON

Incorporator

TERI TILTON

STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME, personally appeared ALLAN L. TILTON and TERI TILTON, known to me to be the individual described in and who executed the foregoing Arcticles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 13th day of September, 2005.

Notary Public

My Commission Expires:

Notary Public State of Florida Holly M Degnan My Commission DD432415 Expires 08/07/2009

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091 and Chapter 607.034, Florida Statutes, the following is submitted in compliance with said Act:

TILTON BOATS, INC., desiring to organize under the laws of the State of Florida, with its Registered Office at 1421 N.E. Elizabeth Ave., Jensen Beach, Florida 34957, hereby appoints ALLAN L. TILTON, as its Registered Agents to accept service of process within this State.

ACCEPTANCE BY REGISTERED AGENTS

Having been named as registered agent to accept service of process for the above named corporation, at the place designated in this Certificate, I am familiar with and accept the appointment as registered agents and hereby agree to act in this capacity.

DATED this 22 day of September, 2005.

ALLAN L. TILTON

Registered Agent

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