Florida Department of State **Division of Corporations**

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305)634-3694 Fax Number

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FLORIDA PROFIT/NON PROFIT CORPORATION

nautik performance services, inc.

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ARTICLES OF INCORPORATION

Of

NAUTIK PERFORMANCE SERVICES, INC.

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I, THE UNDERSIGNED, JOSE L. SPINA hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida.

<u>ARTICLE I</u>

The name of this corporation shall be:

NAUTIK PERFORMANCE SERVICES, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. In the purchase or acquisition of business rights of franchises, or for Additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.
 - c. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the power hereinabove specifically delegated of implied.

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ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 shares of common stock of NON PAR VALUE.

All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of ONE HUNDRED DOLLARS.

ARTICLE V

CORPORATE EXISTING

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be: 1351 NE 191 ST. STE. 413; N. MIAMI BEACH, FLORIDA 33179 and with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be: JOSE L. SPINA

ARTICLE VIII

The number of Directors of this corporation shall be not less than (1) nor more than FIVE (5).

ARTICLE IX

DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME

ADDRESS

JOSE L. SPINA

1351 NE 191 STREET STE. 413 N. MIAMI BEACH, FL 33179

ARTICLE X

The names and address of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

NAME

TITLE

ADDRESS

JOSE L. SPINA

PRESIDENT

1351 NE 191 STREET STE. 413 N. MIAMI BEACH, FL 33179

ARTICLE XI

The names and post office address of the subscribers and the number of shares each agree to take are:

<u>NAME</u>

ADDRESS

NUMBER OF SHARES

JOSE L. SPINA

1351 NE 191 STREET STE. 413 N. MIAMI BEACH, FL 33179 100

ARTICLE XII

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

in compliance with section 48.091, Florida Statutes, the following is submitted:

First, that NAUTIK PERFORMANCE SERVICES, INC. desiring to organize or qualify under the law of the State of Florida, with its principal place of business at City of North Miami Beach, State of Florida, has named JOSE L. SPINA of 1351 NE 191 ST STE. 413; N. MIAMI BEACH, FL 33179 to accept service of process within Florida.

DATE: March 13, 2006

JOSE L. SPINA CORPORATE OFFICER

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.

DATE: March 13, 2006

ARTICLE XIII

ACKNOWLEDGMENT

STATE OF FLORIDA)	
)	SS:
COUNTY OF MIAMI DA	DE)	

I HEREBY CERTIFY that on this 13Th day of March, 2006 Personally appeared before me, the undersigned Notary Public in and for the State of Florida, JOSE L. SPINA party to the foregoing Certificate of Incorporation, and he acknowledged that he subscribes and acknowledges the foregoing Certificate as and for his voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Coral Gables, Miami Dade County, Florida.

> Notary Public State of Florida at Large

My commission expires:

Subscriber:

JOSÉ L. SPINA

PRESIDENT