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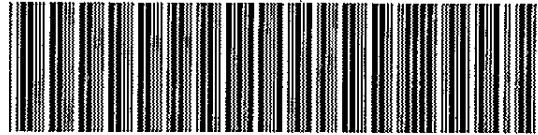
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06 AUG 10 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JS 8/14/06

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August 8, 2006

TRANSMITTAL LETTER

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

SUBJECT: Fort Walton Powersports, Inc.

FROM:

Ian T Weldon, Esquire
Kelly B Mathis P A
50 North Laura Street, Suite 1700
Jacksonville, Florida 32205

For further information concerning this matter, please call Ian T Weldon, Esquire at (904) 356-4500.

Enclosed are an original and one (1) copy of the Articles of Incorporation to supplement our earlier filing.

Sincerely,

Ian T. Weldon

ITW/klis

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 19, 2006

KELLY B. MATHIS, ESQUIRE
50 NORTH LAURA STREET
SUITE 1700
JACKSONVILLE, FL 32202

SUBJECT: FORT WALTON POWERSPORTS, INC.
Ref. Number: W06000032117

We have received your document for FORT WALTON POWERSPORTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 506A00046226

**ARTICLES OF INCORPORATION
OF
FORT WALTON POWERSPORTS, INC.**

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06 AUG 10 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Fort Walton Powersports, Inc..

ARTICLE II

The street address of the principal office of the Corporation is: 314 SW Mentor Ct., Lake City, Florida 32025.

ARTICLE III

- (a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares of Class A common stock having a par value of \$1.00 per share and 90,000 shares of Class B common stock having a par value of \$1.00 per share. Each of the said shares of Class A common stock shall entitle the holder thereof to one (1) vote at any meeting of stockholders. The holders of Class B common stock shall have no voting rights. Each share of Class A common stock and of Class B common stock shall participate equally with every other share of such stock in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors, at a meeting called for such a purpose. All stock when issued shall be paid for and shall be non-assessable.
- (b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.
- (c) The stockholders of this corporation shall have no preemptive right to subscribe for and purchase any additional stock issued by the corporation.

ARTICLE IV

The initial street address of the Corporation's registered office is: 50 N Laura St Ste 1700, Jacksonville, Florida, 32250. The initial registered agent for the Corporation at that address is: James T. Murphy, Esquire.

ARTICLE V

The names and street addresses of the persons signing these articles of incorporation are:

Names

Addresses

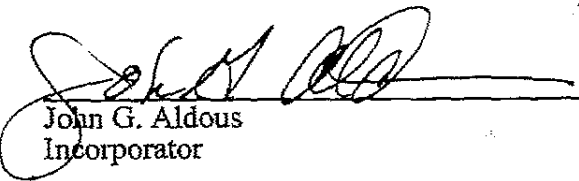
John G. Aldous

72 River Estate, Box 15
Kingshill, VI. 00850


Patricia A. Aldous

72 River Estate, Box 15
Kingshill, VI. 00850

The undersigned incorporators have executed these articles of incorporation.


John G. Aldous
Incorporator

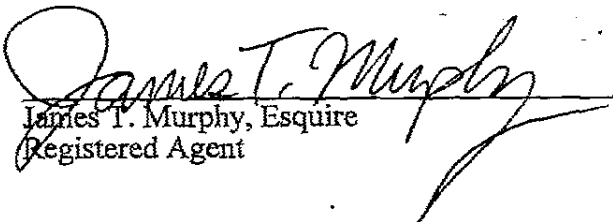
7-25-06
Date


Patricia A. Aldous
Incorporator

7-25-06
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Fort Walton Powersports, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


James T. Murphy, Esquire
Registered Agent

8/6/06
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA