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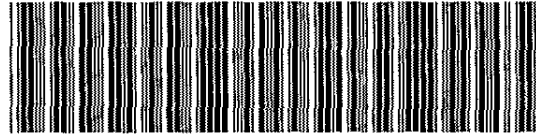
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MATHIS & MURPHY, P.A.

ATTORNEYS AT LAW

KELLY B. MATHIS, ESQUIRE

kmathis@mathislaw.net

JAMES T. MURPHY, ESQUIRE

jmurphy@mathislaw.net

JILL F. BECHTOLD, ESQUIRE

jbechtold@mathislaw.net

MARTEAL D. LAMB, ESQUIRE

mlamb@mathislaw.net

50 NORTH LAURA STREET

SUITE 1700

JACKSONVILLE, FL 32202

TELEPHONE: 904/356-4500

FACSIMILE: 904/356-4006

www.mathislaw.net

PAMELA M. BURR

LEGAL ASSISTANT

pburr@mathislaw.net

MARY E. "BETH" CHURCH

LEGAL ASSISTANT

bchurch@mathislaw.net

DEMETREA R. "MESHA" STEWART

LEGAL ASSISTANT

dstewart@mathislaw.net

July 31, 2007

TRANSMITTAL LETTER

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

SUBJECT: Orange Park Powersports, Inc

FROM:

James T. Murphy, Esq
Mathis & Murphy
50 North Laura St,
Suite 1700
Jacksonville, FL 32202

For further information concerning this matter, please call James T. Murphy, Esq at (904) 356-4500.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

\$87.50 for Filing Fee, Certificate of Status & Certified Copy

**ARTICLES OF INCORPORATION
OF
ORANGE PARK POWERSPORTS, INC**

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

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is: Orange Park Powersports, Inc.

ARTICLE II

The street address of the principal office of the Corporation is: 618 S.W. Florida Gateway Drive, Lake City, FL 32024.

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 North Laura St, Suite 1700, Jacksonville, Florida, 32202. The initial registered agent for the Corporation at that address is: James T. Murphy, Esq.

ARTICLE V

The name and street address of the person signing these articles of incorporation is:

Name	Address
James T. Murphy, Esq.	50 North Laura St Suite 1700 Jacksonville, FL 32202

ARTICLE VI

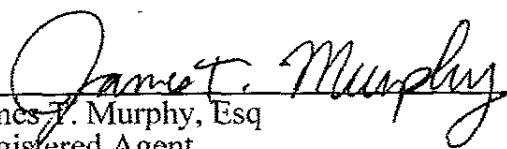
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

 James T. Murphy, Esq. Incorporator	<u>8/06/07</u> Date
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Orange Park 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, Esq Registered Agent	<u>8/06/07</u> Date
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TALLAHASSEE, FLORIDA