

January 12, 1995

Florida Division of Incorporation  
P.O. Box 6327  
Tallahassee, Fl. 32314

Dear Sirs or Madam:

Enclosed is a check for \$122.50 that is to be applied to the filing fee for Barracuda Boats, Inc. Upon incorporation of the above named corporation, please send the letter of acceptance and articles of incorporation as a corporation to:

David Wakeland  
3064 54th Terrace SW  
Naples, Fl. 33999

If you have need of any further information, please contact me at the above address or feel free to contact me at (813)353-5308.

Sincerely,



David Wakeland

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**ARTICLES OF INCORPORATION**

**OF**

**BARRACUDA BOATS, INC.**

The undersigned subscribers, Eric Reinersten, 4770 Radio Road, Naples, Fl. Thomas Johnson, 4770 Radio Road, Naples, Florida 33942, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles Of Incorporation:

**ARTICLE I**

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The name of the proposed corporation is: Barracuda Boats, Inc.

**ARTICLE II**

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The corporation may engage in any activity or business permitted under the laws of the United States of America and the state of Florida.

**ARTICLE III**

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The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares at a par value of \$1.00 per share.

**ARTICLE IV**

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The amount of capital which the corporation shall begin business is \$1,000.00.

**ARTICLE V**

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The corporation shall have perpetual existense.

**ARTICLE VI**

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The principal place of business of this corporation shall be located at 4770 Radio Road, Naples, Florida 33942. The corporation may have such other places of business within and without the State of Florida, or in foreign countries as may be necessary or convenient, and as may be determined by the stockholders of the corporation.

**ARTICLE VII**

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The number of directors of this corporation shall be one.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE VIII**

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The name and mailing address of the first Board of Directors of this corporation who shall hold office for the first year of existence of the corporation or until his successors is elected and qualified is:

Eric Reinersten  
4770 Radio Road  
Naples, Florida 33942

#### **ARTICLE IX**

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All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders, and not a Board of Directors. The relative rights, powers and duties of the shareholders shall be set forth in a Shareholders Agreement.

#### **ARTICLE X**

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The name and address of the President, Vice-President, Secretary and Treasurer who shall hold office for the first year of existence of the corporation or until his successor is elected is:

President/Treasurer: Eric Reinersten  
4770 Radio Road  
Naples, Florida 33942

Vice-President/  
Secretary: Thomas Johnson  
4770 Radio Road  
Naples, Fl. 33942

#### ARTICLE XI

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The registered office for the corporation in the State of Florida is to be located at 3064 54th Terrace, in the City of Naples, County of Collier, State of Florida. The registered agent in charge thereof is David Wakeland, located at 3064 54th Terrace SW, Naples, Florida 33999, County of Collier.

#### ARTICLE XII

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The names and mailing addresses of each of the incorporators are as follows:

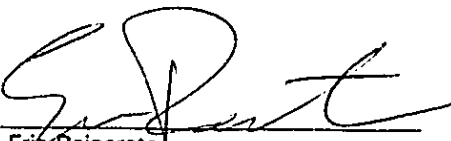
NAME  
Eric Reinersten


ADDRESS  
4770 Radio Road  
Naples, Florida 33942

Thomas Johnson

4770 Radio Road  
Naples, Florida 33942

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of January, 1995.

  
Eric Reinersten

  
Thomas Johnson

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

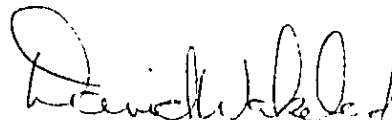
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FIRST, that Barracuda Boats, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Naples, County of Collier, State of Florida, has named David Wakeland, located at 3064 54th Terrace SW, Naples, Florida 33999, County of Collier as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I, David Wakeland, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
David Wakeland