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LAW OFFICES OF
ROBERT H. SCHULTZ & ASSOCIATES

PROFESSIONAL ASSOCIATION

1101 8TH AVENUE WEST • POST OFFICE BOX 620

BRADENTON, FLORIDA 34208

TELEPHONE: (813) 748-1188

TELEFAX: (813) 748-8824

May 9, 1995

FILED
55 MAY 11 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000001484510
-05/11/95--01089--006
****122.50 ****122.50

Re: **Outboard Motors and Marine Parts, Inc.**
Our File No.: 95-062

To Whom It May Concern:

Enclosed herewith is the Articles of Incorporation and Consent of Registered Agent for the above referenced along with a check in the amount of \$122.50 for filing fees and a certified copy of the Articles.

I have also enclosed a self-addressed stamped envelope for your convenience.

Thanking you for your assistance in this matter.

Sincerely Yours,


Robert H. Schultz, Esq.
Robert H. Schultz & Associates, P.A.

RHS/drl
Enc.

CAWPWIN60\WPDOCS\CORPORAT\OUTBOARD.LSS


5/12/95

FILED

95 MAY 11 AM 10:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OUTBOARD MOTORS AND MARINE PARTS, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be **Outboard Motors and Marine Parts, Inc.** and the principal place of business of this corporation shall be 2930 63rd Avenue East, Bradenton, Florida 34203.

ARTICLE II. NATURE OF BUSINESS

This corporation shall engage in the business to repair, remanufacture, rebuild, renovate outboard motors and other marine accessories and to do any and all other transactions and carry on any other business that is for lawful purposes for which the corporation may be permitted by law; provided, however, it shall not engage in any aspect of any business or service of real estate, as defined in Chapter 607, Florida Statutes (1994).

ARTICLE III. CAPITAL STOCK

This corporation shall be for profit, and the maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$10.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1101 9th Avenue West, Bradenton, Florida 34205 and the name of the initial registered agent of the corporation at that address is **Jan L. Frice**.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually and shall commence as of the date of the filing of these Articles of Incorporation.

ARTICLE VI. DIRECTORS

This corporation shall have no Directors and the business of this corporation shall be conducted by the President and Secretary/Treasurer as an executive committee, having all powers normally conferred upon Directors.

Initial subscribers to the corporation will be as follows:

President:	Shannon Mashke
Secretary/Treasurer:	2839 63rd Avenue East Bradenton, Florida 34203

ARTICLE VII. INCORPORATORS

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

Robert H. Schultz, Esquire
1101 9th Avenue West
Bradenton, Florida 34205

ARTICLE VIII. POWERS OF CORPORATION

This corporation shall have all the powers conferred upon private corporations as provided by general law and specifically by the Florida General Corporation Act, Chapter 607, Florida Statutes, 1994.

IN WITNESS WHEREOF, the undersigned authorized incorporators of **Outboard Motors and Marine Parts, Inc.**, have hereunto set their hands and seals on this 9th day of May, 1995.


Robert H. Schultz

STATE OF FLORIDA :
COUNTY OF MANATEE :

BEFORE ME, the undersigned authority, personally appeared **Robert H. Schultz** to me known to be the persons named and described in the foregoing Articles of Incorporation of **Outboard Motors and Marine Parts, Inc.**, as the incorporators thereof, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Bradenton, Florida, this 9th day of May, 1995.

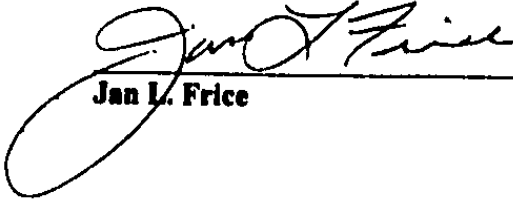

Notary Public - Signature

My Commission expires:



DENISE J. RILES-LEMLEY
My Commission CC418592
Expires Nov. 03, 1998
Bonded by HAI
800-422-1555

I HEREBY accept the designation as Registered Agent of this corporation at the address indicated in these Articles of Incorporation.


Jan L. Fricke

FILED

95 MAY 11 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued; else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Law Office of
ROBERT H. SCHULTZ & ASSOCIATES, P.A.

(941) 766-1189
Fax: (941) 766-6824

405 Palm Street West
Tallahassee, Florida 32305

August 21, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

600002276336--5.
-08/25/97--01121--017
*****87.50 *****87.50

Re: **Outboard Motors and Marine Parts, Inc.**

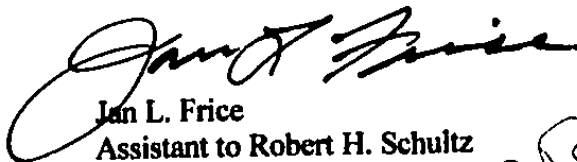
Dear Sir or Madam:

Enclosed herewith is a Resignation of Registered Agent and our check in the amount of \$87.50 as the fee for this.

If you have any questions, please do not hesitate to contact our office.

Sincerely Yours,

Robert H. Schultz & Associates, P.A.


Jan L. Frice
Assistant to Robert H. Schultz

Enclosures

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 JUL 11 10:45

APPROVED
AND
FILED

ON
RA-206
8-29-97
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Florida Department of State, Jim Smith, Secretary of State

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or

617.1509, Florida Statutes, the undersigned, Jan L. Price
(name of registered agent),

hereby resigns as Registered Agent for Outboard Motors and Marine Parts, Inc.
(name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.


SIGNATURE

FEE FOR FILING THIS DOCUMENT:

\$87.50-Active Corporation

\$35.00-Administratively Dissolved Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 AUG 29 2:10:10

APPROVED
AND
FILED