

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



P95000057015

ACCOUNT NO. : 072100000032

REFERENCE : 622239 156238A

AUTHORIZATION : *Patricia Pzyt*

COST LIMIT : \$ 70.00

ORDER DATE : June 13, 1995

ORDER TIME : 11:21 AM

ORDER NO. : 622239

CUSTOMER NO: 156238A

600001544126

CUSTOMER: Mr. Marc Berman
MR. MARC BERMAN

Apartment 24
1612 Se 12th Street
Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: BC MARINE INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: JUL 24 1995 BSB

W95-114
524
95 JUL 24 12:12
FILED
TALLAHASSEE, FL
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF

BC MARINE INC.

FILED
95 JUL 24 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BC MARINE INC.

The address of the principal office of this corporation shall be 1612 Southeast 12th Street, Apartment 24, Fort Lauderdale, Florida 33316, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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 \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director , initially. The names and addresses of the initial members of the Board of Directors are:

Marc Berman
Dir.

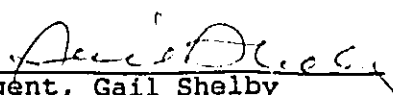
1612 Southeast 12th Street,
Apartment 24
Fort Lauderdale, Florida 33316

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Incorporated
1201 Hays Street
Tallahassee, Florida 32301

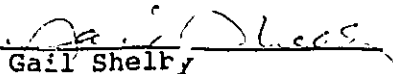
The undersigned incorporator has executed these Articles of Incorporation on July 24, 1995.



Its Agent, Gail Shelby
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

JAB/acg

800-342-8086

904-222-9171
904-222-0393 FAX

\$95000057015

new

**PRESTIGE HALL
LEGAL & FINANCIAL SERVICES**

ACCOUNT NO. : 072100000032

REFERENCE : 622239 156238A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : June 19, 1995

ORDER TIME : 8:54 AM

ORDER NO. : 622239

CUSTOMER NO: 156238A

CUSTOMER: Mr. Marc Berman
MR. MARC BERMAN

Apartment 24
1612 Se 12th Street
Fort Lauderdale, FL 33316

800001547238

DOMESTIC FILING

NAME: BC PERFORMANCE GROUP, INC.

Amendment use and

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING/

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

FILED
95 JUL 27 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 JUL 27 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
BC MARINE INC. shall be amended to read as follows

ARTICLE I. NAME

The name of the corporation shall be:

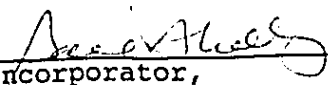
BC PERFORMANCE GROUP, INC.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 27th day
of July, 1995.

Corporation Service Company


BY: Its Incorporator,
Gail Shelby

P95000057015

BC PERFORMANCE GROUP, INC.
OCEAN EXPRESS POWERBOATS
OF FLORIDA, INC.
3133 A SW 25TH STREET
PEMBROKE PARK, FLORIDA 33009
(954) 894-2628

January 17, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Please be advised that Ocean Express Powerboats of Florida, Inc. and BC Performance Group, Inc. has moved to:

3133 A SW 25th Street
Pembroke Park, Florida 33009

Our old address was as follows:

1612 SE 12th Street
Apt 24
Fort Lauderdale, Florida 33316

If you have any questions please give me a call.

Thank you.

Sincerely,

Michelle Breyette

Michelle Breyette
Office Manager

MB:ys

gf
1-23-96