

P960000009120
Esprit Services, Inc.

10101 Blackberry Road • Mims, Florida 32754 • 407-349-0811 • Fax: 407-349-0019

January 3, 1996

Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000001681790
-01/08/96--01/08/96--017
****122.50 ****122.50

Re: Power Performance Marine, Inc.

Dear Gentleman:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation

Sincerely,

Gary L. Gloer
Gary L. Gloer
Registered Agent

Power Performance Marine
10101 Blackberry Road
Mims, Florida 32754

407-349-0811

789-612-671
W96 — 898

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 PM 9:37

gf/30/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
95 JAN 30 AM 9:37

January 11, 1996

POWER PERFORMANCE MARINE
ATTN: GARY L. GLOER
10101 BLACKBERRY ROAD
MIMS, FL 32754

SUBJECT: POWER PERFORMANCE MARINE, INC.
Ref. Number: W96000000898

We have received your document for POWER PERFORMANCE MARINE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 096A00001484

ARTICLES OF INCORPORATION

of.

Power Performance Marine, Inc.
(name of corporation)

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DIVISION OF CORPORATIONS

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Power Performance Marine, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Gary L. Gloer</u>		
ADDRESS	<u>10101 Blackberry Road</u>		
CITY	<u>Mims</u>	FLORIDA	ZIP <u>32754</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Power Performance Marine, Inc.</u>		
ADDRESS	<u>2410 Oak Drive</u>		
CITY	<u>Longwood</u>	FLORIDA	ZIP <u>32779</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Randy B. Gardner</u>		
ADDRESS	<u>2410 Oak Drive</u>		
CITY	<u>Longwood</u>	STATE <u>Florida</u>	ZIP <u>32779</u>
NAME	<u>Gary L. Gloer</u>		
ADDRESS	<u>10101 Blackberry Road</u>		
CITY	<u>Mims</u>	STATE <u>Florida</u>	ZIP <u>32754</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

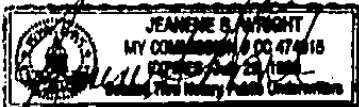
NAME <u>Randy B. Gardner</u>		
ADDRESS <u>2410 Oak Drive</u>		
CITY <u>Longwood</u>	STATE <u>Florida</u>	ZIP <u>32779</u>
NAME <u>Gary L. Glover</u>		
ADDRESS <u>10101 Blackberry Road</u>		
CITY <u>Mims</u>	STATE <u>Florida</u>	ZIP <u>32779</u>
NAME _____		
ADDRESS _____		
CITY _____	STATE _____	ZIP _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 11 day of December, 1995.



ROXANNE DANIEL HARDING
My Comm Exp. 8/03/97
Bonded By Service Ins
No. CC305205

[Signature: Roxanne Daniel Harding]
I, Roxanne Daniel Harding, do hereby certify that the foregoing is a true and correct copy of the original as the same appears in my records.



JEANEENE S. WRIGHT
MY COMMISSION NO. CC 47418
EXPIRES JULY 28, 1998
Notary Public, State of Florida

Randy B. Gardner (Seal)

_____ (Seal)

_____ (Seal)

Gary L. Glover (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Power Performance Marine, Inc.
(name of corporation)

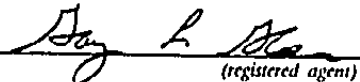
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at ~~2400 Oak Drive~~ 10101 Blackberry Road, . . .
XXXXXXXXXXXXXXXXXXXX Mims, Florida 32754 *nd*

has named Gary L. Gloer
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)