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ro: DIVISION OF CORPORATIONS

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FAX #: (90A4)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: PER RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

NAMR: JET - SKI - MANIA, INC. AUDIT NUMBER...... H6000015102

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

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OF

JET - SKI - MANIA, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

JET - SKI - MANIA, INC.

ARTICLE II

This corporation shall commonce existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 8075 West 21 Lane, Hialeah, Florida 33016.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

RAY STORMONT EMPIRE CORPORATE KIT COMPANY. 1492 West Flag!er Street # 260 Miami, Florida 33135-2209 (305) 541-3694 H96000015102

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convoy, mortgago, plodge, croate a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lond money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other demostic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

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To make denations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay possions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indomnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: Felix Martin, 8075 West 21 Lane, Hialeah, Florida 33016.

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ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who are to serve as an initial director(s) is:

Folix Martin Promident/Secretary

Gualberto L. Navarro Chairman/Troasurer

8075 West 21 Lane Hislanh, Florida 33016

8075 West 21 Lane Hialeah, Florida 33016

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 W. FLAGLER STREET #200 MIAMI FLORIDA 33135

The undersigned has executed these Articles of Incorporation this 25th day of October ,1996.

RAY STORMONT/PRESIDENT

SIGNING FOR

EMPIRE CORPORATE KIT OF AMERICA, INC.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutos, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

nat	<u> JET - SKI - MANI</u>	A. INC.		
	/Name of Corporat	ion) tate of <u>FLO</u>	RIDA	
rincipal office	, as indicated in t	ho articles o	f	
ion has named	FELIX . (Name of Regi	MARTIN storod Agent)		
8075 WEST	21 LANE			
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R THE ABOVE STAT FICATE, I HEREI AGREE TO ACT IN ! PROVISIONS OF A	ED CORPORATION AT THE BY ACCEPT THE APPOINTHIS CAPACITY. I FULL STATUTES RELATIONS I AND I A	IE PLACE DESIGNAMENT AS RESERVED AS RESERVED AS RESERVED THE PROPERTY OF THE P	GISTERED OCCOMPLY OPER AND WITH AND	FIL
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CORPORATION(S) NAME

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

 JET-	SKi-	Mania	Inc
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Pursuant to the provisions of section 607.1005, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

Old. Current name: Jet. SKi-Mania Inc. NEW Current Name: Jet-Mania Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The number of votes east for the amendment(s) was/were sufficient for

(voting group)

approval by

Signed this 20 day of	June 19	97
JET- (Corpora	S Ki Mani	a Inc.
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	of the Board of Directors, Pro he shareholders) adopted by the directors or i	
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FIRMS NAME 9100 south DAI	DELAND BLVD. # 704	SALES TAX\$
STREET ADDRESS MIAMI FL. 33156		TOTAL\$
CITY STATE 670-1069	ZIP	
PHONE NUMBER	ORDERED BY	DATE TIME