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Charter Number Only

12-16-96

Requester's Name: Isaac A. Valozquez #1920
Address: 2100 Ponce de Leon Blvd
City: Coral Gables, FL 33134
State: FL ZIP: 33134 Phone: 446-3499

VALIDATION ONLY

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-12/17/96--01078--013
****122.50 ****122.50

CORPORATION(S) NAME

Perfection Powerboats, Inc.

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PERFECTION POWERBOATS, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is PERFECTION POWERBOATS, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial Registered Agent of this Corporation is Andres Felico, 4550 NW 197 Street, Carol City, Florida 33055, and the street address of the initial principal office of this Corporation is 4550 NW 197 Street, Carol City, Florida 33055 .

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Andres Felico	4550 NW 197 Street, Carol City, Florida 33055

ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by Law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase such stockholder's prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The person signing these Articles is Andres Felico, 4550 NW 197 Street, Carol City, Florida 33055

ARTICLE XI - OFFICES

The principal office of this Corporation and mailing address shall be established and maintained at 4550 NW 197 Street, Carol City, Florida 33055. This Corporation may also have offices at such places within or without the State of Florida as the Board may from time to time establish.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 13 day of December, 1996.



ANDRES FELICO, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

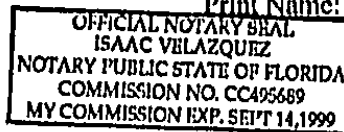
Before me, a Notary Public authorized in the State and County set forth above, personally appeared ANDRES FELICO, personally known to me to be the person, who as Incorporator, executed the foregoing Articles of Incorporation of PERFECTION POWERBOATS, INC., and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 13 of December, 1996.


NOTARY PUBLIC

Print Name:

My commission expires:



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

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

First, that PERFECTION POWERBOATS, INC., a Corporation, 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 Carol City, County of Dade, State of Florida, has named Andres Felico, 4550 NW 197 Street, Carol City, Florida 33055, as its agent to accept service of process within the State of Florida.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties as provided in Section 607.325, Florida Statutes.

Dated this 13 day of December, 1996.


ANDRES FELICO

FILED
26 DEC 17 PM 1:45
SECRETARY OF STATE
ALLAHASSEE, FLORIDA