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February 3, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

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-02/10/97--01055--001
****122.50 ****122.50

RE: NISA BOAT CO.

Dear Ladies and Gentlemen:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	52.50
3.	Registered Agent Designation	<u>35.00</u>
	TOTAL	\$122.50

Please send the certified copy of the Articles of Incorporation to the undersigned

Thank you for your assistance. Should you have any questions, please call.

Sincerely,


David M. Presnick

Enclosures

cc: Robert Huber (w/o enc)

**ARTICLES OF INCORPORATION
OF
NISA BOAT CO.**

**Article 1
Name**

The name of the corporation is **NISA BOAT CO.**

**Article 2
Duration**

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

**Article 3
General Purposes**

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

**Article 4
Shares**

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock having a par value of \$1.00 per share.

**Article 5
Principal Office and Registered Agent**

The street address of the principal office of the corporation is 300 Artemis Boulevard, Merritt Island, Florida 32953. The name of the initial registered agent of the corporation is Robert A. Huber, whose address is 515 Gus Hipp Boulevard, Rockledge, Florida 32955.

**Article 6
Directors**

The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as sole member thereof is as follows:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

NAME

STREET ADDRESS

Robert A. Huber

515 Gus Hipp Boulevard
Rockledge, Florida 32955

The number of directors may be changed from time to time by the bylaws.

Article 7
Incorporator

The name and street address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

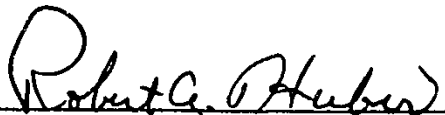
NAME

STREET ADDRESS

Robert A. Huber

515 Gus Hipp Boulevard
Rockledge, Florida 32955

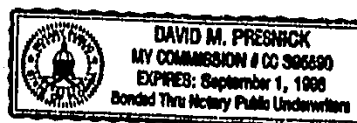
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 4th day of February, 1997.


ROBERT A. HUBER

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 4th day of February, 1997, by ROBERT A. HUBER, who is personally known to me, and who did take an oath.


NOTARY PUBLIC



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, **NISA BOAT CO.** hereby designates **Robert A. Huber** and **515 Gus Hipp Boulevard, Rockledge, Florida 32955**, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

NISA BOAT CO.

By: 
ROBERT A. HUBER

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of **NISA BOAT CO.** for service of process within the State of Florida.


ROBERT A. HUBER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA