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P97000023516

May 6, 1997

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

Re: Great Adventure Marine, Inc.

600002108536--4

-03/10/97--01097--006

****122.50 ****122.50

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original Articles, certify the copy and return the certified copy to our office in the enclosed self-addressed stamped envelope.

If you have any questions, please call us.

Sincerely,

Amy Jacquay

Amy Jacquay
Legal Assistant

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Enclosures: As stated.

MAR 17 4

FILED
97 MAR 10 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GREAT ADVENTURE MARINE, INC.**

FILED
97 MAR 10 AM 10:01
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is GREAT ADVENTURE MARINE, INC.

ARTICLE TWO

Corporate Duration

The duration of the corporation is perpetual.

ARTICLE THREE

Purpose or Purposes

The general purposes for which the corporation is organized are:

1. To engage in the business of selling of personal watercraft and general retail of parts, accessories, and service of same.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

Capitalization

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

Registered Office and Agent

The street address of the initial registered office of the corporation is 8011 Thomas Drive, Panama City Beach, FL 32408, and the name of its initial registered agent at such address is AMY MAYERS.

ARTICLE SIX

Directors

The number of directors constituting the initial board of directors of the corporation is 1. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Amy Mayers	5724 South Lagoon Panama City Beach, FL 32408

ARTICLE SEVEN

Incorporators

The name and address of each incorporator is:

Name	Address
Amy Mayers	5724 South Lagoon Panama City Beach, FL 32408

Executed by the undersigned on this 27th day of February, 1997.

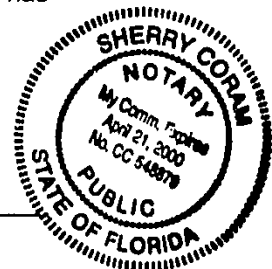
Amy Mayers, pres
AMY MAYERS, President

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority, on this 27th day of February, 1997, personally appeared AMY MAYERS to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal the date aforesaid.

Sherry Coram
NOTARY PUBLIC



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, 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.

1. The name of the corporation is GREAT ADVENTURE MARINE, INC.
2. The name and address of the registered agent and office is:

AMY MAYERS
5724 South Lagoon
Panama City Beach, FL 32408

Having ben named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions
of all statutes relating to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.


AMY MAYERS, Registered Agent