199000031673
Ronald E. Anderson

P. O. Box 274147 Tampa, FL 33688 and the principles

April 3, 1997

Florida Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

400002135564--5 -04/07/97--01139--013 ****122.50 ****122.50

RE: South Beach Skis, Inc.

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation for the above-referenced corporation for filing. Also enclosed is a check in the amount of \$122.50 in payment of the filing fee, registered agent fee and a certified copy of the Articles of Incorporation. Please return the certified copy to the undersigned.

Thank you for your cooperation in this matter. If you have any questions, please give me a call.

Very truly yours,

Ronald E. Anderson

CA/nm

enclosures

ARTICLES OF INCORPORATION

OF

SOUTH BEACH SKIS, INC.

ARTICLE I - NAME

The name of this corporation is South Beach Skis, Inc. (the "Corporation").

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 2004 Clement Road, Lutz, FL 33549.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2004 Clement Road, Lutz, FL 33549. The name of the initial registered agent at such address is Ronald E. Anderson.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation is:

Name

Address

Ronald E. Anderson

2004 Clement Road, Lutz, FL 33549

Anthony Scott Morris

22710 South Shore, Land O'Lakes, FL 33539

ARTICLE VIII - BY-LAWS

The initial By-Laws of this Corporation shall be adopted by the initial directors of this Corporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by applicable law.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name

<u>Address</u>

Ronald E. Anderson

2004 Clement Road, Lutz, FL 33549

ARTICLE XI - 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 Business Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this _____ day of April, 1997.

Ronald E. Anderson, Incorporator

ACCEPTANCE BY REGISTERED AGENT

97 AC 2 - 7 Pro- 1:23 HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS _____ DAY OF April, 1997.

Ronald E. Anderson, Registered Agent

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 3rd day of April, 1997 by Ronald E. Anderson who, as Incorporator, executed the foregoing Articles of Incorporation of South Beach Skis, Inc., a Florida corporation, who is personally known to me or who has produced as identification and who did/did not take an oath on behalf of the corporation.

NOTARY PUBLIC/STATE OF FLORIDA

My commission expires:

