



70000 39274

ACCOUNT NO. : 072100000032

REFERENCE : 351389 6179A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : May 1, 1997

ORDER TIME : 9:04 AM

ORDER NO. : 351389-015

CUSTOMER NO: 6179A

CUSTOMER: Shirley Stevens, Legal Asst
WEISS & HANDLER, P.A.

Suite 218 A
2255 Glades Road
Boca Raton, FL 33431-7383

000002162800--1

DOMESTIC FILING

NAME: FUN CART PRODUCTS U.S.A, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS: _____

ALL
-2
17
FLORIDA

RECEIVED
97 MAY -2 AM 9:56
DIVISION OF CORPORATION

64 MAY 1997

ARTICLES OF INCORPORATION
OF

FUN CART PRODUCTS U.S.A, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FUN CART PRODUCTS U.S.A, INC.

The address of the principal office of this corporation shall be 1600 Mercer Avenue, Suite 5, West Palm Beach, Florida 33401 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Peter Bekkers	1600 Mercer Avenue, Suite 5
Dir./Pres./Sec./Treas	West Palm Beach, Florida 33401
Treas./Vice Pres.	

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on May 2, 1997.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

HBD/tsy

FILED
TALLAHASSEE, FLORIDA

MAY 2 2 1997