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FLORIDA DIVISION OF CORPORATIONS

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FROM: SMOOT ADAMS EDWARDS & GREEN, P.A.
071600002745

ACCT#:

CONTACT: BRUCE D GREEN
PHONE: (941) 489-1776
(941) 489-2444

FAX #:

NAME: WORLD BOAT MANUFACTURING, INC.
AUDIT NUMBER.....H97000014984
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 2
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File # 8300.001
Client: Komraj/Wood Boat
Attorney: Komraj

W97-20108
B. REGISTER SEP 11 1997

**ARTICLES OF INCORPORATION
OF
WORLD BOAT MANUFACTURING, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be World Boat Manufacturing, Inc. The principal place of business of this corporation shall be 12800 University Drive, Suite 600, Fort Myers, Florida 33907.

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 Ten Thousand (10,000) shares of common stock having one dollar (\$1.00) par value per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 12800 University Drive, Suite 600, Fort Myers, Florida 33907, and the name of the initial registered agent of the corporation at that address is Mark R. Komray.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be changed from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

Bruce D. Green, Esq.
Smoot Adams Edwards & Green
12800 University Drive, Suite 600
Fort Myers, FL 33907
Phone: (941) 489-1776
Fla. Bar No. 260533

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Mark R. Komray
12800 University Drive, Suite 600
Fort Myers, Florida 33907

ARTICLE VII. INCORPORATOR

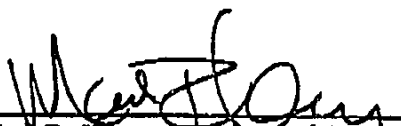
The name and street address of the incorporator to these Articles of Incorporation are:

Mark R. Komray
12800 University Drive, Suite 600
Fort Myers, Florida 33907

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 28th day of August, 1997.


Mark R. Komray, Incorporator

I hereby acknowledge and accept the assignment of registered agent for this corporation.


Mark R. Komray, Registered Agent

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