

ACCOUNT NO. : 072100000032

REFERENCE: 526243 7106539

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 11, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 526243-005

7106539 CUSTOMER NO:

CUSTOMER: Steven R. Bomser, Cpa STEVEN R. BOMSER, C.P.A., P.A.

Suite 409

1001 Northwest 62nd Street Fort Lauderdale, FL 33309

DOMESTIC FILING

NAME: H & M BOAT WORKS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

HVISION OF CORPORATION

100002290821--3 -09/11/97--01083--022 ****122.50 ****122.50

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ARTICLES OF INCORPORATION

H & M BOAT WORKS, INC.

The undersigned incorporator hereby forms a corporation under chapter 69% of the laws

A HANGE FLORIDA

ARTICLE 1- NAME

The name of this corporation is H & M BOAT WORKS, FNC.

ARTICLE 2- PRINCIPAL OFFICE

The street address of the initial principal office of the corporation shall be: 820 N E 6TH Street, delray beach, fl 33483

ARTICLE 3- PURPOSE

The corporation is organized for the purpose of boat repairs or in any activity that is lawful in this state or the United States.

ARTICLE 4- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE 5- INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 820 N E 6th Street, Delray Beach, Fl 33483 and the name of the initial registered agent of this corporation at that address is Jeffrey Schaffer.

ARTICLE 6- INITIAL BOARD OF DIRECTORS

The corporation shall initially have one(1) director to hold office until the first annual meeting of the stockholders and their successor shall have been duly elected and qualified or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the by-laws of the corporation. The name and address of the initial director is Jeffrey Schaffer 820 N E 6th Street, Delray Beach, Fl 33483

ARTICLE 7- INCORPORATOR

The name and address of the incorporator signing these articles is: Jeffrey Schaffer, 820 N E 6th Street, Delary Beach, Fl 33483.

ARTICLE 8- PRE-EMPTIVE RIGHTS

every shareholder, upon the sale for cash of any new stock shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE 9- INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 10- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: September 10, 1997

leffrex Schaffer incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:
- H & M BOAT WORKS, INC.
- 2. The name and address of the registered agent and office is:

Jeffrey Schaffer 820 N E 6th Street Delray Beach,Fl 33483

Jeffrey Schaffer, incorporator

Dated: September 10,1997

HAVING BEEN 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.

Date: September / 0 1997