

HUTCHISON, MAMELE & COOVER, P.A.

ATTORNEYS AND COUNSELORS AT LAW

WILLIAM C. HUTCHISON, JR. (1928-1991)

* RICHARD L. MAMELE
STEPHEN H. COOVER

TIMOTHY R. ASKEW
OF COUNSEL

* BOARD CERTIFIED
MARITAL & FAMILY LAW

PARK-FULTON BUILDING, 230 NORTH PARK AVENUE
POST OFFICE BOX 1149

SANFORD, FLORIDA 32772-1149
(407) 322-4051
FAX (407) 330-0988

P97000097079

November 4, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-11/10/97--01077--005
****122.50 ****122.50

Re: Aquamarine Boats, Inc.

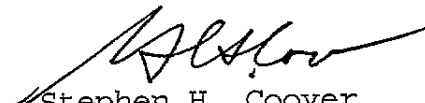
Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced entity, together with a check in the sum of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) for the following:

| | |
|------------------------------|---------|
| Filing Fee | \$35.00 |
| Certified copy | \$52.50 |
| Registered agent designation | \$35.00 |

Please return a certified copy of the Articles to this office at the above address.

Very truly yours,


Stephen H. Coover

SHC/mjr
Enclosures

- 4
- 1) Original and one copy of Articles of Incorporation
 - 2) Check \$122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 10 AM 8:23

D. BROWN NOV 14 1997

ARTICLES OF INCORPORATION

OF

AQUAMARINE BOATS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 10 AM 8:23

ARTICLE I. CORPORATE NAME

The name of this Corporation is: AQUAMARINE BOATS, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE
AND PRINCIPAL ADDRESS

The Registered Agent and the street address of the initial Registered Office and Principal Address of this Corporation in the State of Florida shall be:

Stephen H. Coover
230 North Park Avenue
Sanford, FL 32771

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Earl M. Smith, Sr.
4115 E. State Road 46
Sanford, FL 32771

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles Of Incorporation as the Incorporator is:

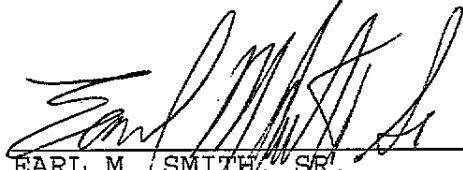
Earl M. Smith, Sr.
4115 E. State Road 46
Sanford, FL 32771

ARTICLE IX. AMENDMENT

These Articles Of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles Of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 25th day of ~~October~~, 1997.

November



EARL M. SMITH, SR.

STATE OF FLORIDA
COUNTY OF SEMINOLE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 10 AM 8:23

The foregoing instrument was sworn to and acknowledged before me this 4th day of November, 1997 by EARL M. SMITH, SR., who is is not personally known to me and who has produced a valid photo identification card from Sam's Club as identification and who did take an oath.



Melinda Rinne

NOTARY PUBLIC

Notary Public - State of Florida

My Commission Expires: 6-19-99

That AQUAMARINE BOATS, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles Of Incorporation, at 230 North Park Avenue, Sanford, County of Seminole, State of Florida, has named Stephen H. Coover at 230 North Park Avenue, Sanford, FL 32771 as its agent to accept service of process within this State.

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Stephen H. Coover

STEPHEN H. COOVER
Registered Agent