

P970000101810

P.T. Yasparrro
8192 College Parkway
Fort Myers, Florida 33919

November 24, 1997

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32304

Attn: Division of Corporation

Gentlemen:

Enclosed please find a check in the amount of \$122.50, which represents the charges needed to incorporate Certified Watercraft Inc., together with two copies of the Articles of Incorporation and Certificate Designating Place of Business.

Please return the certified copy of the Articles of Incorporation to this office. Thank you for your fine cooperation.

Sincerely,

P.T. Yasparrro

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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12-3-97

ARTICLES OF INCORPORATION
OF
CERTIFIED WATERCRAFT, INC.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the charter of the corporation hereby organized.

ARTICLE I. CORPORATE NAME

The name of this corporation is CERTIFIED WATERCRAFT, 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 50,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be P.T. Yasparro, 8192 College Parkway S.E., Fort Myers, Florida 33919. 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

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

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

P.T. Yasparro, 8192 College Parkway, Fort Myers, Florida 33919.

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATION

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

P.T. Yasparro, 8192 College Parkway, Fort Myers, Florida 33919.

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 and approved at a 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.

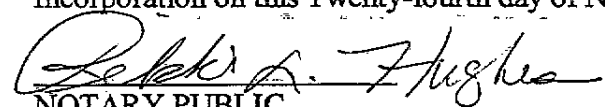
IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation on this Twenty-fourth day of November, 1997.



P.T. Yasparro
Incorporator

STATE OF FLORIDA COUNTY OF LEE

BEFORE ME, a Notary Public, personally appeared P.T. Yasparro to me, known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this Twenty-fourth day of November, 1997.


NOTARY PUBLIC

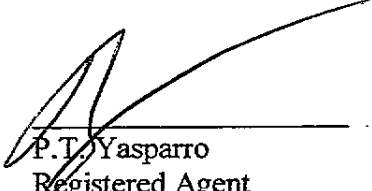


**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:
That, **CERTIFIED WATERCRAFT, INC.**, desiring to organize under the laws of the
State of Florida, with its principal office, as indicated in the Articles of Incorporation at
8192 College Parkway S.E., Fort Myers, Florida 33919, County of Lee, State of Florida,
as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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


P. T. Yasparrro
Registered Agent

11/24/97
Date

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA