CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

FOR

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DOCKSIDE FINANCE COMPANY

The undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I Name

The name of this corporation is **DOCKSIDE FINANCE COMPANY**, hereinafter referred to as the Corporation.

ARTICLE II Purposes

This Corporation is organized for the following purposes:

- A. To engage in the business of retail installment sales finance, and any other activities authorized under Chapter 520, Florida Statutes, as well as to engage in any other financial service.
 - B. To engage in any other lawful business.
- C. To do all and everything necessary and proper for the accomplishment of any and all of the purposes enumerated in this Certificate of Incorporation or any amendment thereof.

ARTICLE III Capital Stock

The capital stock of this Corporation shall consist of One Thousand (1,000) shares at One and No/100 Dollar (\$1.00) per share par value common stock. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Directors, or in such other manner authorized by law or as set forth in the bylaws.

Any and all such shares shall not be liable for any further call or assessment or any other payment thereon.

ARTICLE IV Corporate Existence

The Corporation shall have perpetual existence.

ARTICLE V Registered Office and Registered Agent

The principal office and mailing address of the Corporation shall be 2770 Indian River Blvd., Suite 501, Vero Beach, Florida 32960; and the registered agent shall be Alan S. Polackwich, Sr., Esq., c/o Clem, Polackwich & Vocelle, 2770 Indian River Blvd., Suite 501, Vero Beach, Florida 32960.

ARTICLE VI Number of Directors

The affairs of the Corporation shall be conducted by the Board of Directors. The Board of Directors shall consist of four (4) directors, who shall serve until such time as may be established in the corporate bylaws for the first annual meeting or until resignation, whichever shall occur first. The names and addresses of the initial directors of this Corporation are:

VERNON D. SMITH	3150 North AlA, #501N Fort Pierce, Florida 34949
LAWRENCE A. McGRATH	2209 SW Danforth Circle Palm City, Florida 34990
ROBERT A. HENLEBEN	2000 SW Danforth Circle Palm City, Florida 34990
RODNEY J. HAYES	2502 Gray Twig Lane Fort Pierce, Florida 34952

ARTICLE VII Incorporator

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

Alan S. Polackwich, Sr., Esq. c/o Clem, Polackwich & Vocelle 2770 Indian River Blvd., Suite 501 Vero Beach, Florida 32960

ARTICLE VIII Sub Chapter S Status

The Corporation may elect to be treated as a Sub Chapter S corporation, upon the affirmative vote of a majority of the share-holders.

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Incorporation at the City of Vero Beach, Indian River County, Florida, for the uses and purposes herein expressed this 304 day of March, 1998.

ALAN S. POLACKWICH,

ACCEPTANCE OF REGISTERED AGENT

I, Alan S. Polackwich, Sr., Esq., of Clem, Polackwich & Vocelle, 2770 Indian River Boulevard, Suite 501, Vero Beach, Florida 32960, hereby accept the appointment as registered agent for DOCKSIDE FINANCE COMPANY. I am familiar with and accept the obligations of the position of registered agent, as defined in Chapter 607, Florida Statutes, and other applicable laws.