

P980000-18604



ACCOUNT NO. : 072100000032

REFERENCE : 838223 7152103

AUTHORIZATION

*Patricia Puyet*

COST LIMIT : \$ 70.000

ORDER DATE : June 1, 1998

ORDER TIME : 9:49 AM

ORDER NO. : 838223-005

CUSTOMER NO: 7152103

CUSTOMER: Donald S. Fradley, Esq  
DONALD S. FRADLEY, P.A.

700002542007--9

Suite 104  
27 North Pennock Lane  
Jupiter, FL 33458

DOMESTIC FILING

NAME: THRILLER POWERBOATS, INC.

EFFECTIVE DATE: X

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -1 PM 1:03

RECEIVED  
98 JUN -1 PM 1:22  
DIVISION OF INCORPORATION

ARTICLES OF INCORPORATION  
OF

THRILLER POWERBOATS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -1 PM 1:03

The undersigned Sole Incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation shall be:

THRILLER POWERBOATS, INC.

ARTICLE II - ADDRESS

The address of the principal office of the Corporation shall be:

160 SHORE DRIVE  
WEST PALM BEACH, FLORIDA 33404

ARTICLE III - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
1,000,000	\$1.00	Common

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is:

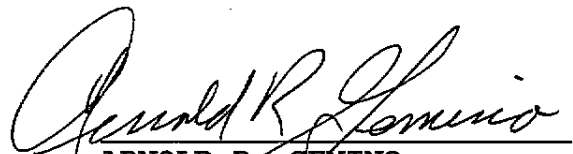
ARNOLD R. GEMINO  
160 Shore Drive  
West Palm Beach, Florida 33404

ARTICLE V - SOLE INCORPORATOR

The name and address of the sole incorporator to these Article of Incorporation is:

ARNOLD R. GEMINO  
160 Shore Drive  
West Palm Beach, Florida 33404

IN WITNESS WHEREOF, the undersigned Sole Incorporator has executed these Articles of Incorporation this 11 day of May, 1998.

  
ARNOLD R. GEMINO  
Incorporator

CERTIFICATE ACCEPTING DESIGNATION  
AS 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 **THRILLER POWERBOATS, INC.**
2. The name and address of the registered agent and office is: **ARNOLD R. GEMINO, 160 SHORE DRIVE, WEST PALM BEACH, FLORIDA 33404.**

  
ARNOLD R. GEMINO

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.

Dated this 11 day of May, 1998.

  
ARNOLD R. GEMINO  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -1 PM 1:03