

P980000063261

ARTICLES OF MERGER
Merger Sheet

MERGING:

BACK COUNTRY POWERBOATS, INC., a Fla corp. P98000063261

CHAMPION BOATS, INC., an AK corp not authorized to transact business in FL

INTO

000004474250--0

**CHAMPION HOLDINGS, INC. which changed its name to CHAMPION
BOATS, INC., an Arkansas entity, F98000003667**

File date: June 29, 2001

Corporate Specialist: Annette Ramsey