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PLEASE REPLY TO: Port St. Lucie

September 22, 1998

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800002647788-7  
-09/24/98-01009-014  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Boulevard Cruisers, Inc.  
Our File No.: 980907

Dear Sir/Madam:

Enclosed is an original plus one copy of the Articles of Incorporation for the above-named corporation along with our check in the amount of \$122.50 which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
Total	\$122.50

FILED  
98 SEP 24 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please file the original Articles of Incorporation with your office and return a certified copy to us.

Thank you in advance for your assistance with this matter. Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

Padrick A. Pinkney, Esquire

Enclosures

TA-9/25/98

**ARTICLES OF INCORPORATION  
OF  
BOULEVARD CRUISERS, INC.**

**FILED**  
98 SEP 24 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

***I***

***Name of Corporation, Principal Office and Mailing Address***

The name of this Corporation shall be **BOULEVARD CRUISERS, INC.** The principal office of this Corporation shall be 1441 SW Medina Avenue, Port St. Lucie, Florida 34953. The mailing address of this Corporation shall be the same.

***II***

***Purposes***

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

The Corporation may transact any and all lawful business for which Corporation may be incorporated under Florida General Corporation Act.

To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these Articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render such services in the State of Florida.

### *III*

#### *Capital Stock*

A. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock at one cent (\$0.01) par value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

### *IV*

#### *Duration*

The Corporation shall have perpetual existence.

### *V*

#### *Registered Agent*

The address of this Corporation's initial registered office is 145 NW Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986 and the name of its initial Registered Agent at said address is Padrick A. Pinkney.

### *VI*

#### *Incorporator*

The name and addresses of the Incorporator is as follows:

Daniel L. Chamberlin  
1441 SW Medina Avenue  
Port St. Lucie, Florida 34953

## *VII*

### *Board of Directors*

The Corporation shall have a Board of Directors consisting of three (3) persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders. The names and addresses of the initial Directors of this Corporation are:

Daniel L. Chamberlin  
1441 SW Medina Avenue  
Port St. Lucie, FL 34953

Jeffrey Chamberlin  
4062 Glenbar Court  
Cincinnati, OH 45236

Robert Harris  
7398 Cherrywood Lane  
West Chester, Ohio 45069

## *VIII*

### *Informal Shareholder Action*

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

## ***IX***

### ***Informal Director Action***

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## ***X***

### ***Indemnification***

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ***XI***

### ***Bylaws***

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the Board, by an affirmative vote of a majority of all the Board members present in person or by proxy.

*In Witness Whereof*, the undersigned Incorporators have executed these

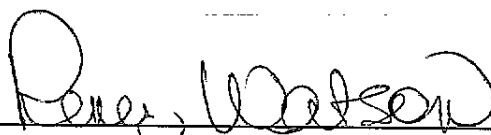
Articles of Incorporation this 18th day of September, 1998.

By:   
DANIEL L. CHAMBERLIN

*State of Florida*  
*County of St. Lucie*

*The Foregoing Instrument* was acknowledged before me this 18th day of September 1998, by DANIEL L. CHAMBERLIN, after producing Florida Driver's License # C516-172-47-250-0, is known to be the person who executed the foregoing **ARTICLES OF INCORPORATION**, as the Incorporator, who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

*In Witness Whereof*, I have hereunto set my hand and seal this 18th day of September 1998.

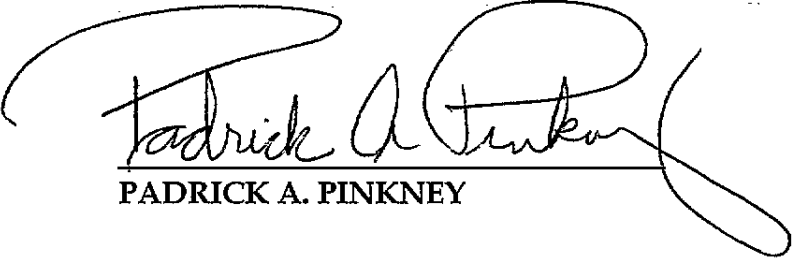
  
NOTARY PUBLIC-State of Florida  
My commission expires:



**CERTIFICATE DESIGNATING PLACES OF BUSINESS  
OR DOMICILE FOR THE SERVICES OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **BOULEVARD CRUISERS, INC.**, a Corporation for Profit, has named **PADRICK A. PINKNEY, 145 N.W. Central Park Plaza, Port St. Lucie, Florida 34986**, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
PADRICK A. PINKNEY

**FILED**  
98 SEP 24 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA