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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 047462 5011226

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC -1 PM 2:00

ORDER DATE : December 1, 1998

ORDER TIME : 9:45 AM

ORDER NO. : 047462-005

CUSTOMER NO: 5011226

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CUSTOMER: Guy S. Haggard, Esq  
GRAY HARRIS & ROBINSON  
GRAY HARRIS & ROBINSON  
S.E. Bank Building, Suite 1200  
201 E. Pine Street  
Orlando, FL 32801

DOMESTIC FILING

NAME: MS BOATS, INC.

EFFECTIVE DATE: \_\_\_\_\_

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*g* 12/1/98

RECEIVED  
90 DEC -1 AM 11:27  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
MS BOATS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC -1 PM 2:00

**ARTICLE I - NAME**

The name of this corporation is MS Boats, Inc. The mailing address of the corporation shall be 1205 North Woodland Avenue, Deland, Florida 32724.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be:

1205 North Woodland Avenue  
Deland, Florida 32724

The name of the initial registered agent of this corporation at that address shall be:

Michael Shirley

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director of this corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Michael Shirley	1205 North Woodland Avenue Deland, Florida 32724

## ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Michael Shirley	1205 North Woodland Avenue Deland, Florida 32724

## ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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98 DEC -1 PM 2:00

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 30<sup>th</sup> day of November, 1998.

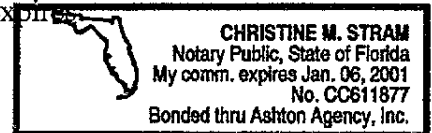
Michael P. Shirley  
Michael Shirley  
Incorporator

STATE OF FLORIDA )

COUNTY OF ORANGE )

The foregoing Articles of Incorporation were acknowledged before me on November 30,  
1998, by Michael Shirley. The Incorporator is personally known to me.

Christine M. Stram  
Christine M. Stram  
Notary Public, State of Florida  
My Commission Expires



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of MS Boats,  
Inc., I hereby accept and agree to act in this capacity.

Michael P. Shirley  
Michael Shirley