

TRANSMITTAL LETTER

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

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-12/30/98--01063--007
*****78.75 *****78.75

SUBJECT: STANDARD BOATING OF SOUTH FLORIDA, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Brenden Wallace
Name (Printed or typed)

1560 SW 20TH STREET
Address

BOCA RATON, FL 33486
City, State & Zip

561-655-8640
Daytime Telephone number

98 DEC 30 PM 2:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

B. BRUCK JAN 4 1999
1) 99 0000000 65
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**ARTICLES OF INCORPORATION
OF
STANDARD BOOTING OF SOUTH FLORIDA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Brenden D. Wallace undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.

1. The name of the Corporation is Standard Booting of South Florida, Inc.
2. The number of shares the corporation is authorized to issue shall be 1000 shares all of one class designated as common stock.
3. The street address and county of the initial registered office of the corporation is 335 Clematis Street West Palm Beach, FL 33401 in Palm Beach County.
and the name of the initial registered agent at this address is Brenden D. Wallace.
4. The number of directors constituting the initial board of directors shall be two (2); and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and qualify are
 - 1) Brenden D. Wallace 1560 SW 20th Street Boca Raton, FL 33486
 - 2) Chip K. Patterson 309 East Paces Ferry Road Atlanta, GA 30305
5. To the fullest extent permitted by the Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.
6. The corporation elects to have pre-emptive rights.

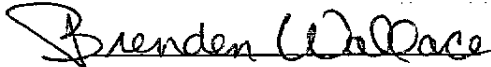
7. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

8. The name and address of the incorporator is:

Brenden D. Wallace 1560 SW 20th Street Boca Raton, FL 33486

9. The effective date of the corporation shall be 1/4/99.

I, Brenden D. Wallace, accept my position as registered agent.



Signature / Incorporator
Registered Agent

12-28-98

Date

98 DEC 30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED