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January 29, 1999

Secretary of State  
Corporate Division  
Post Office Box 6327  
The Capitol  
Tallahassee, Florida 32304

000002763190--2  
-02/03/99--01029--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Glasstream Boats and Marine Products, Inc.

Dear Sir or Madam:

I am enclosing herewith an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	35.00
Registered agent fee	35.00
<b>TOTAL</b>	<b>\$70.00</b>

Please file the original of the enclosed Articles of Incorporation and return a conformed copy to the undersigned.

Please do not hesitate to contact this office should you have any questions or require any additional information. Your prompt attention to this matter would be greatly appreciated.

Sincerely,

*Jenice C. Jones*

Jenice C. Jones  
Legal Assistant to  
EDSEL F. MATTHEWS, JR., ESQUIRE

/jcj  
Enclosure(s)

EFFECTIVE DATE  
1-29-99

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 FEB -3 AM 7:32

FILED

2-5-99  
4

EFFECTIVE DATE  
1-29-99

ARTICLES OF INCORPORATION

OF

GLASSTREAM BOATS AND MARINE PRODUCTS, INC.

FILED  
99 FEB -3 AM 7:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME & ADDRESS

The name of this corporation is Glasstream Boats and Marine Products, Inc. and the address of the corporation is 5740 Avenida Robledal, Pensacola, Florida 32504.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

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.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 308 South Jefferson Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Edsel F. Matthews, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one (1) whose name and address Douglas Nesom of 5740 Avenida Robledal, Pensacola, Florida 32504.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Douglas Nesom, 5740 Avenida Robledal, Pensacola, Florida 32504.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 29<sup>th</sup> day of January, 1999.

  
DOUGLAS NESOM

STATE OF FLORIDA

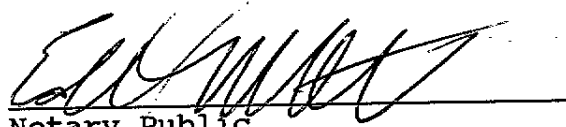
COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared Douglas Nesom to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 29<sup>th</sup> day of January, 1999.



Edsel F. Matthews, Jr.  
MY COMMISSION # CC783482 EXPIRES  
December 18, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public  
My Commission Expires:

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Edsel F. Matthews, Jr., hereby accept the appointment as registered agent for Glasstream Boats and Marine Products, Inc., as set forth in its Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 29<sup>th</sup> day of January, 1999.

  
Edsel F. Matthews, Jr.

**FILED**  
99 FEB -3 AM 7:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA