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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 3:53

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

600002810446--5
-03/18/99-01055--002
*****78.75 *****78.75

SUBJECT: SOUTH FLORIDA SKI BOATS AND WATERSPORTS, 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: ROBERT SCOTT CARROLL
Name (Printed or typed)

134 WATERWAY ROAD
Address

ROYAL PALM BEACH, FL. 33411
City, State & Zip

561-790-9290
Daytime Telephone number

Mid. (561) 252-6949

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

D. BROWN MAR 24 1999

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ARTICLES OF INCORPORATION

OF

South Florida Ski Boats and Watersports, Inc.

ARTICLE I NAME

The name of this corporation is South Florida Ski Boats and Watersports, Inc.

ARTICLE II DURATION

This corporation shall have a perpetual existence commencing upon the filing hereof as provided by Florida Statutes, of these Articles of Incorporation by the Department of State.

ARTICLE III PURPOSE

The nature of the business or purposes to be conducted or promoted are: To engage in the sales and maintenance of ski boats as well as the sale of watersports equipment and any and all uses incidental and pertinent and associated therewith. Further, this corporation shall be authorized to engage in any lawful act or activity for which any corporation may be organized under the laws of the State of Florida.

ARTICLE IV CAPITAL STOCK

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

ARTICLE V VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The mailing address and the address of the initial registered principal office of this corporation is 134 Waterway Road, Royal Palm Beach, Florida 33411 and the name of the initial registered agent of this corporation at that address is ROBERT SCOTT CARROLL.

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Director of this corporation are:

NAME:	ADDRESS:
ROBERT SCOTT CARROLL	134 Waterway Road Royal Palm Beach, FL 33411

**ARTICLE IX
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

NAME:	ADDRESS
ROBERT SCOTT CARROLL	134 Waterway Road Royal Palm Beach, FL 33411

ARTICLE X BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII INDEMNIFICATION

This corporation shall, to the fullest extent permitted by Florida law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Statute from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Statute, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled to under any Bylaw, agreement, vote of stockholders, or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such officer, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE XIV 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.

ARTICLE XV - I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of March, 1999.

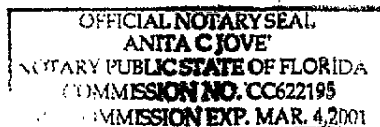
ROBERT SCOTT CARROLL

Robert Scott Carroll

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, ROBERT SCOTT CARROLL, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation, and produced Florida driver's license as identification and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15 day of March, 1999.



Sign: Anita C. Jove
Print: ANITA C. JOVE

Notary Public, State of Florida at Large

My Commission Expires:

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CORPORATIONS

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

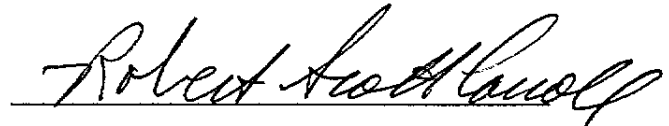
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

South Florida Ski Boats and Watersports desire to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Royal Palm Beach, County of Palm Beach, State of Florida, has named ROBERT SCOTT CARROLL as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated 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.

ROBERT SCOTT CARROLL

A handwritten signature in cursive script, reading "Robert Scott Carroll", written over a horizontal line.