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July 21, 1999

FILED
99 JUL 26 AM 9:43
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: TRAIL MAKER AIRBOATS, INC.

100002941881--0

-07/26/99--01152--007

122.50 **78.75

Gentlemen:

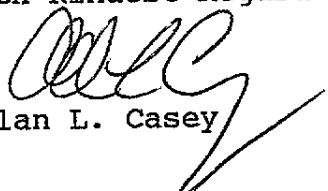
Enclosed herewith in connection with the above referenced matter, please find Articles of Incorporation and Designation of Registered Agent, to be filed with your office, together with my check payable to your order in the amount of \$122.50 to be allocated as follows:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>
	\$ 122.50

Please forward certified copy to this office, via the enclosed envelope.

Thanking you in advance for your assistance, I am,

With Kindest Regards,


Allan L. Casey

ALC/CC
encls.

ARTICLES OF INCORPORATION
OF
TRAIL MAKER AIRBOATS, INC.

FILED
99 JUL 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF POLK

KNOW ALL MEN BY THESE PRESENTS: that the undersigned natural persons who are competent to contract, for the purpose of forming a Corporation under the laws of Florida, do hereby certify as follows:

ARTICLE I. NAME

The name of this Corporation is: TRAIL MAKER AIRBOATS, INC., whose Street address is 705 U.S. HIGHWAY 27 N, HAINES CITY, Polk County, Florida 33844 and whose mailing address shall be P.O. Box 1723, Haines City, Fl 33845

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 100 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV. PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI. ADDRESS

The principal office of this Corporation shall be at 705 U.S. HIGHWAY 27 N., HAINES CITY, Polk County, Florida 33844 but the Corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII. DIRECTORS

This Corporation shall have TWO (2) Directors initially. The number of Directors may be increased or diminished from time to time, according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII. ORIGINAL DIRECTORS

The name and address of the initial members of the Board of Directors are:

DARRYL BRADBURY
P.O.Box 1723
Haines City, Fl 33844

APRIL BRADBURY
P.O. Box 1723
Haines City, Fl 33844

ARTICLE IX. SUBSCRIBERS

The name and address of the Subscribers to the Certificate of

Incorporation of this Corporation, are:

DARRYL BRADBURY
P.O.Box 1723
Haines City, Fl 33844

APRIL BRADBURY
P.O. Box 1723
Haines City, Fl 33844

IN WITNESS WHEREOF, We have hereunto set our hands and seals
and file the foregoing Certificate of Incorporation in the office
of the Secretary of State.


DARRYL BRADBURY

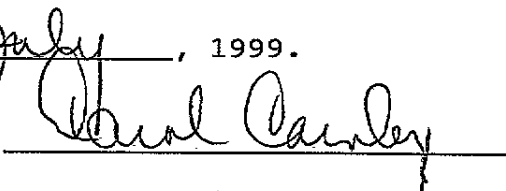

APRIL BRADBURY

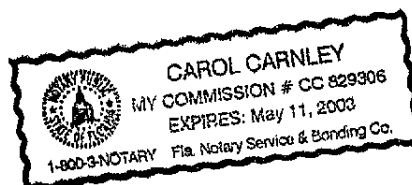
STATE OF FLORIDA

COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally
appeared DARRYL BRADBURY AND APRIL BRADBURY, to me well known to
be the person described in or who produced
_____ (type of identification) as
identification and who did (did not) take an oath and who executed
the foregoing Certificate of Incorporation, and They acknowledged
before me that they executed the same freely and voluntarily for
the uses and purposes therein expressed.

DATED this 20 day of July, 1999.


Notary Public/State of
Florida at Large
Commission No. _____
Comission Expires: _____



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

Pursuant To Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST that TRAIL MAKER AIRBOATS, INC., desiring to organize under the laws of the State of FLORIDA, with its principle office, as indicated in the Articles of Incorporation, in the City of HAINES CITY, State of Florida, has named DARRYL BRADBURY, located at 705 U.S. HIGHWAY 27 N., City of HAINES CITY, County of POLK, State of FLORIDA, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT:

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.

BY:


DARRYL BRADBURY
Registered Agent

99 JUL 26 AM 9:44
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED