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February 23, 1998

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/02/98--01020--004
***124.00 ***124.00

RE: Filing of Articles of Incorporation

enclosed please find copies of A-1 MARINE SERVICES, INC.
Articles of Incorporation for filing with the State of
Florida.

Please return valdated copies to:

Thomas Nuccio
2628 NW 4th Place
Cape Coral, FL 33903

Our check in the amount of \$124 is enclosed to cover
filing fees.

Our office number is (941) 574-1400 should there be
any questions.

Sincerely,

L. R. Hack
L. R. Hack

Encls

FILED
98 MAR -2 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

ARTICLES OF INCORPORATION

OF

A-1 MARINE SERVICES, INC.

FILED
98 MAR -2 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, THOMAS NUCCIO and DARLENE F. NUCCIO corporation under the laws of the State of Florida, and, for such purposes, hereby adopt Articles of Incorporation as follows:

Article I. CORPORATE NAME

The name of the corporation shall be:

A-1 MARINE SERVICES, INC.

Article II. PERIOD OF DURATION

The duration of the corporation shall be perpetual.

Article III. BUSINESS PURPOSE

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida as they may be amended from time to time.

Article IV. INITIAL BUSINESS

The initial business of the corporation shall be:

To own and operate a full service boat and motor repair shop, boat and motor rebuilding, detailing and fabrications and marine emergency services within the State of Florida.

Article V. AUTHORIZED CAPITAL

The corporation shall have authority to issue one million (1,000,000) shares of common stock with a par value of \$10.00. The initial issue of capital stock shall be 100 shares.

Article VI. BOARD OF DIRECTORS

The number of persons to serve on the Board of Directors shall be fixed by the By-Laws of the Corporation. The initial Board of Directors shall consist of two (2) members, whose names and addresses are:

(A-1 MARINE SERVICES, INC)
(Page 2 of 3 Pages)

THOMAS NUCCIO and DARLENE F. NUCCIO
2628 NW 4th Place 2628 NW 4th Place
Cape Coral, FL 33903 Cape Coral, FL 33903

The initial Board of Directors shall serve until the first annual meeting of shareholders is held.

Article VII. INCORPORATORS

The incorporators of the corporation are:

THOMAS NUCCIO and DARLENE F. NUCCIO
2628 NW 4th Place 2628 NW 4th Place
Cape Coral, FL 33903 Cape Coral, FL 33903

Article VIII. PLACE OF BUSINESS

The initial place of business of the corporation shall be:

2628 NW 4th Place
Cape Coral, FL 33903

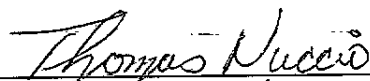
Article IX. REGISTERED AGENT

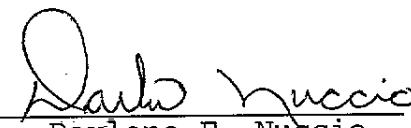
The name and address of the initial Registered Agent of the corporation is:

L. Randall Hack
1508 S.E. 17th Avenue, Suite #5
Cape Coral, Florida 33990

Dated this 23rd day of February, 1998.

IN WITNESS WHEREOF We, the Incorporators affix our signatures this 23rd day of February, 1998.


Thomas Nuccio
Incorporator


Darlene F. Nuccio
Incorporator

(A-1 MARINE SERVICES, INC.)
(Page 3 of 3 Pages).

STATE OF FLORIDA)

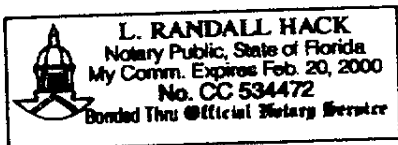
County of Lee)

ss.

VERIFICATION

On this 23rd day of February, 1998, before me, undersigned Notary Public, personally appeared Thomas Nuccio and Darlene F. Nuccio, known to me personally, whose names are subscribed to the foregoing instrument, and acknowledged that they executed the same as the Incorporators of:

A-1 MARINE SERVICES, INC.



L. Randall Hack
Notary Public

My Commission Expires:

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I, L. Randall Hack, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance Florida Statutes governing corporations.

L. Randall Hack
L. Randall Hack

2-23-98
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA