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NAME: LENCO MARINE, INC.

AUDIT NUMBER.....H98000001350

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
LENCO MARINE, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of the corporation shall be: **LENCO MARINE, INC.**

**ARTICLE II  
ADDRESS OF PRINCIPAL OFFICE OF CORPORATION**

The principal office of the corporation shall be located at: 2802 S.E. Monroe Street, Stuart, Florida 34997. The mailing address of the corporation shall be: 2802 S.E. Monroe Street, Stuart, Florida 34997.

**ARTICLE III  
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE IV  
NATURE OF BUSINESS**

The nature of the business of the corporation shall be to research, develop, design, manufacture, distribute and sell marine products, machinery and equipment; the corporation may transact any and all other lawful business for which corporations may be incorporated under the Florida General Corporation Act and to engage in any activity

Prepared by:  
Lawrence E. Crary III, Esquire  
555 Colorado Avenue  
Stuart, Florida 34994  
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Fla. Bar No.: 250414

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or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States or in any foreign country.

**ARTICLE V  
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a nominal or par value of One and no/100 Dollars (\$1.00).

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

Richard DeVito

2802 S.E. Monroe Street  
Stuart, Florida 34997

**ARTICLE VII  
BOARD OF DIRECTORS**

The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The names and street addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

Richard DeVito

2802 S.E. Monroe Street  
Stuart, Florida 34997

Samuel Mullinax

2802 S.E. Monroe Street  
Stuart, Florida 34997

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**ARTICLE VIII  
INCORPORATOR**

The names and street addresses of the incorporator of these Articles of Incorporation are as follows:

Richard DeVito

2802 S.E. Monroe Street  
Stuart, Florida 34997

**ARTICLE IX  
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**ARTICLE X  
INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

**ARTICLE XI  
AMENDMENT OF ARTICLES OF INCORPORATION**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

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ARTICLE XII  
BYLAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Shareholders of any meeting thereof.

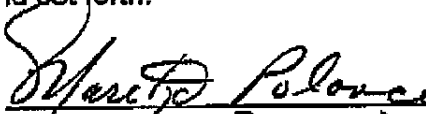
The undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of January, 1998.

  
Richard DeVito

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of January, 1998 by RICHARD DeVITO, (PLEASE CHECK ONE OF THE FOLLOWING) [ ] who is personally known to me or [ ] who has produced Fla Drivers License (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) [ ] did or [x] did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.



  
Maritza Polanco (Print Name)  
NOTARY PUBLIC  
My Commission Expires: 5/14/99

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501, Florida Statutes (1997), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is Lenco Marine, Inc.

The name and address of the initial registered agent and office is:

Richard DeVito

2802 S.E. Monroe Street  
Stuart, Florida 34997

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Richard DeVito  
Registered Agent

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