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Ballon Business Services

APRIL 21, 2000

DIVISION OF CORPORATIONS
THE CAPITOL
Tallahassee, Florida 32301

700003225577--3
-04/26/00--01106--002
*****70.00 *****70.00

Attn: Secretary of State

Dear Sir:

Enclosed please find Articles of Incorporation for the following corporation: **KEITH'S MARINE INCORPORATED.**

We have also enclosed a check made payable to Secretary of State in the amount of \$70.00 to cover the filing fees for this corporation.

If any additional fees are due, please contact this office for payment. Please mail the approved Articles of Incorporation and assigned Charter No. to the address indicated below.

Yours truly,

Judith M. Ballon
Judith M. Ballon

Encs. (2)

FILED
00 MAY -5 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 3 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 27, 2000

BALLON BUSINESS SERVICES
ATTN: JUDITH M. BALLON
6610 E. FOWLER AVE STE B
TAMPA, FL 33617

SUBJECT: KEITH'S MARINE INCORPORATED
Ref. Number: W00000011116

We have received your document for KEITH'S MARINE INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

- Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 700A00023144

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

KEITH'S MARINE & MACHINE SHOP INC.

ARTICLE I - NAME

The name of this corporation is

KEITH'S MARINE & MACHINE SHOP INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following
purposes:

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100
shares of capital stock of the Par Value of \$1.00 which
shall be designated "Common shares", and all of which shall
have the same rights and privileges.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any
new stock of this corporation of the same kind, class or

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Brian K. Johnson, 11666 Monette Rd, Riverview, FL. 33569.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

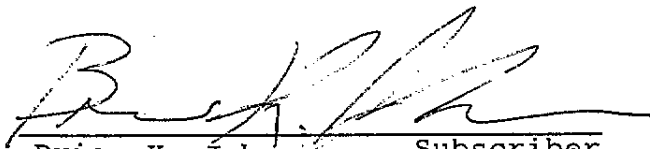
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of April, 2000.


Brian K. Johnson, Subscriber

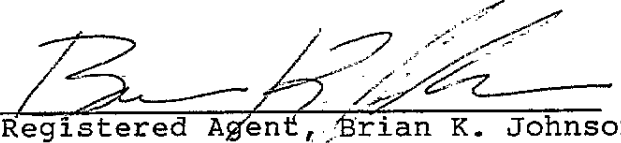
Series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and mailing address of this corporation is 8516 SOUTH HIGHWAY 301, RIVERVIEW, FL. 33569

The name and address of the initial Registered Agent of this corporation is BRIAN K. JOHNSON, 11666 MONETTE ROAD, RIVERVIEW, FLORIDA, 33569.

. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent"


Registered Agent, Brian K. Johnson

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s) initially. The numbers of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Brian K. Johnson
11666 Monette Rd.
Riverview, FL. 33569

FILED

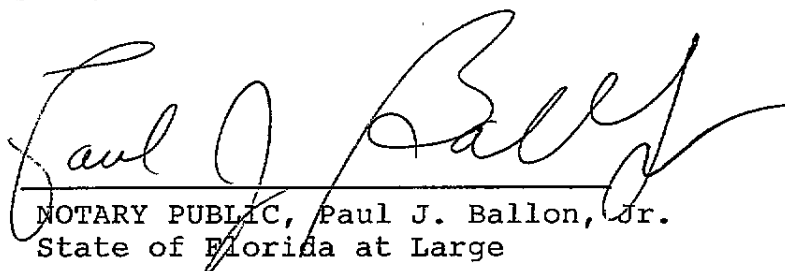
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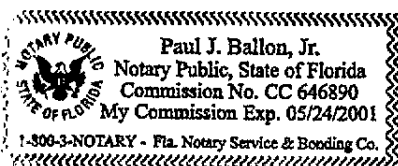
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, authorized to take
acknowledgements in the State and County setforth above,
personally appeared Brian K. Johnson,
and personally known to me, or who presented a valid Driver's
License, and who did (did not) take and oath, and who did
acknowledge before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, in the State and County afore-
said, this 21st day of April, 2000.


NOTARY PUBLIC, Paul J. Ballon, Jr.
State of Florida at Large



My Commission Expires: 5/24/2001