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May 3, 2000

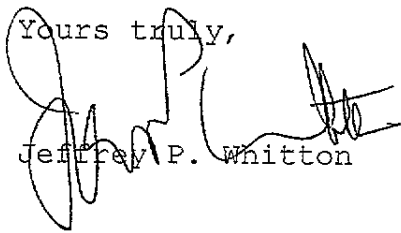
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-05/08/00-01101-014  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Bay Boat Yard & Repair, Inc.

Enclosed please find the original and a copy of the Articles of Incorporation for Bay Boat Yard & Repair, Inc. Please return a file stamped copy.

Yours truly,

  
Jeffrey P. Whitton

JPW/ch

Enclosure: Check No. 21697

FILED  
2000 MAY -8 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BAY BOAT YARD & REPAIR, INC.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Bay Boat Yard & Repair, Inc. The principal place of business and mailing address of the corporation is 5601 W. Hwy. 98, Panama City, FL 32401.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, each share having the par value of \$1.00.

ARTICLE V

The street address of the initial registered officer of this corporation is 5601 W. Hwy. 98, Panama City, Florida, 32401, and the name of the initial registered agent of this corporation at that address is Johnny Morris.

ARTICLE VI

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

Johnny Morris  
5601 W. Hwy. 98  
Panama City, FL 32401

ARTICLE VII

The name and address of the person signing these Articles is:

Johnny Morris  
5601 W. Hwy. 98  
Panama City, FL 32401

IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_\_\_\_ day of May, 2000.

  
Johnny Morris

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CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

Bay Boat Yard & Repair, Inc., desiring to organize under the laws of the State of Florida, has designated Johnny Morris, 5601 W. Hwy. 98, Panama City, Florida, 32401, as its initial Registered Office and has named Johnny Morris, 5601 W. Hwy. 98, Panama City, Florida, 32401, as its agent to accept service of process within this state.

Johnny Morris  
Johnny Morris

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment and agree to comply with the provisions of said act relative to keeping open said office.

Johnny Morris  
Johnny Morris