

09/05/00 TUE 13:34 FAX

ROGERS, TOWERS

001

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Florida Department of State
Division of Corporations
Public Access System
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From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
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FLORIDA PROFIT CORPORATION OR P.A.

ESI Marine, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
ESI MARINE, INC.**

ARTICLE I

Name

The name of this corporation is:

ESI Marine, Inc.

ARTICLE II

Purpose

The general nature of the business or businesses to be transacted is to do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the corporation, and to transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida.

ARTICLE III

Stock

The maximum number of shares with par value that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of the par value of One Cent (\$0.01) each.

ARTICLE IV

Perpetual Existence

This corporation is to have perpetual existence.

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ARTICLE V**Principal Office; Mailing Address**

The principal office and mailing address of this corporation will be at 8711 Perimeter Park Blvd., Suite 11, Jacksonville, Florida 32216 or such other address as the Board of Directors may from time-to-time designate.

ARTICLE VI**Incorporator**

The name and address of the sole incorporator of the corporation is as follows:

NAME**ADDRESS**

E. Allen Hieb, Jr.

1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207**ARTICLE VII****Registered Agent**

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation is

NAME**ADDRESS**

E. Allen Hieb, Jr.

1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207**ARTICLE VIII****Amendment**

This corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

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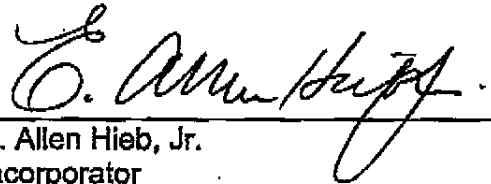
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I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 5th day of September, 2000.

A handwritten signature in cursive script, reading "E. Allen Hieb, Jr.", is written over a horizontal line.

E. Allen Hieb, Jr.
Incorporator

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named 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.

1. The name of the corporation is:

ESI Marine, Inc.

2. The name and address of the registered agent and office are:

E. Allen Hieb, Jr.

1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207

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.

SIGNATURE:


E. Allen Hieb, Jr.

DATE: September 5, 2000

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