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EFFECTIVE DATE
11-30-01

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF RAYMOND J. SKELTON

7320 Griffin Road, Suite 212

Davie, Florida 33314

Telephone: (954) 791-9960

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December 3, 2001

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Division of Incorporations

P.O. Box 6327

Tallahassee, FL 32314

RE: AMERICAN COASTAL MARINE CONSTRUCTION, INC.

People:

Enclosed are the following documents to be filed with your office:

1. Articles of Incorporation, two originals,
2. Form for my Acceptance as Registered Agent,
3. A check in the amount of \$70.00 payable to Secretary of State.

Please return the stamped articles and registered agent form to my office at the address listed above. Certified copies of the Articles are **not** required.

Very truly yours,



Ray Skelton, CPA
Attorney at Law

D. BROWN DEC 10 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

AMERICAN COASTAL MARINE CONSTRUCTION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME & ADDRESS

The name of the corporation shall be:

AMERICAN COASTAL MARINE CONSTRUCTION, INC.

The address of the principal office of this corporation shall be 2141 N.E. 24 Street, Lighthouse Point, Florida 33064, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7320 Griffin Road, Suite 212, Davie, Florida 33314 and the name of the initial registered agent of the corporation at that address is Raymond J. Skelton.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. As allowed by §607.0203 of Florida Statutes, this Corporation's existence shall commence five (5) days prior to the date these articles are filed with the Florida Department of State.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of the shareholders. The business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation.

ARTICLE VII. AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Shareholders, and any right conferred upon the shareholders is subject to this amendment.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator as well as the initial shareholder that the corporation's common stock will qualify as "small business stock" under Internal Revenue Code §1244, as amended from time to time, and that the shareholders shall take all actions necessary to obtain and maintain the corporation's status as an S corporation under §§1261 & 1262 of the Internal Revenue Code, as amended from time to time.

ARTICLE IX. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights; i.e. every shareholder shall have the right of first refusal to purchase his or her pro-rata share of any newly issued stock of the same kind, class, or series that such shareholder currently holds at the same price that it is offered to others.

ARTICLE X. INCORPORATOR

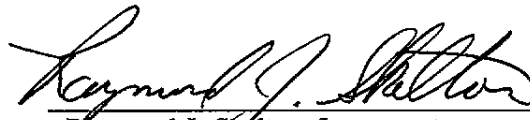
The name and street address of the incorporator to these Articles of Incorporation is:

Law Offices of Raymond J. Skelton, P.A.

7320 Griffin Road, Suite 212

Davie, Florida 33314

The undersigned incorporator has executed these Articles of Incorporation this 3rd day of December, 2001.



Raymond J. Skelton, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, RAYMOND J. SKELTON, the under signed, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of

AMERICAN COASTAL MARINE CONSTRUCTION, INC.

do hereby accept such designation and agree to comply with the laws of the State of Florida relative thereto.

By: RAYMOND J. SKELTON


Registered Agent

7320 Griffin Road, Suite 212
Davie, FL 33314