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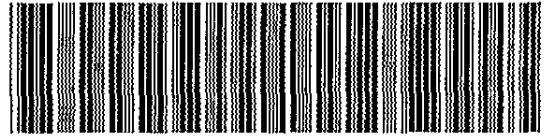
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RELIARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 MAR 10 PM 12:30

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T. SMITH MAR 11 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Vessel Holding, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
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Name

3/10/03
Date

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Time

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ARTICLES OF INCORPORATION
OF

VESSEL HOLDING, INC.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

The name of the corporation shall be:

VESSEL HOLDING, INC.

ARTICLE II

This corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two directors whose names and addresses are as follows:

WALTER A. BENNETT
4694 Carlton Dunes Drive, Unit 3
Amelia Island, FL 32034

LOUIS DYER
115 Bayberry Circle
St. Simons Island, GA 31522

ARTICLE X

The initial registered agent of the corporation is:

WALTER A. BENNETT

The street address of the corporation's initial registered office is:

4694 Carlton Dunes Drive, Unit 3
Amelia Island, FL 32034

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:


4694 Carlton Dunes Drive, Unit 3
Amelia Island, FL 32034

ARTICLE XII

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

WALTER A. BENNETT
4694 Carlton Dunes Drive, Unit 3
Amelia Island, FL 32034

The undersigned incorporator has executed these Articles of Incorporation this 7th day of March, 2003.



Walter A. Bennett, Incorporator

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA
FOR
VESSEL HOLDING, INC.

In compliance with Sections 48.091, 607.0501 and 607.0505,
Florida Statutes, the following is submitted:

VESSEL HOLDING, INC., desiring to organize or qualify under the
laws of the State of Florida hereby designates WALTER A. BENNETT
as its registered agent to accept service of process within the
State of Florida and the address of its registered office shall
be: 4694 CARLTON DUNES DR., UNIT 3, AMELIA ISLAND, FLORIDA 32034

Dated this 7th day of March, 2003.


WALTER A. BENNETT

Having been named in the state of Florida as registered agent and
to accept service of process for the above stated corporation, 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 relative to the proper and complete
performance of my duties, and I am familiar with and accept the
obligation of my position as registered agent.

Dated this 7th day of March, 2003.


Signature of Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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