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Division of Corporations
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From:

Account Name : MOMBACH, BOYLE & HARDIN, P.A.
Account Number : 074143000064
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FLORIDA PROFIT CORPORATION OR P.A.

JOE'S MARINE SALES, INC.

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ARTICLES OF INCORPORATION
OF
JOE'S MARINE SALES, INC.

ARTICLE I

The name of the corporation is JOE'S MARINE SALES, INC. The principal business address and mailing address of the corporation is: 1335 S.E. 16th Street, Fort Lauderdale, FL 33316.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue one thousand (1,000) shares of capital stock at the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394, and the name of the initial registered agent of the corporation at that address is Michael P. Hamaway.

ARTICLE VI

The corporation shall have initially one (1) director. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

THIS INSTRUMENT PREPARED BY:
Gary S. Singer, Esq.
Mombach, Boyle & Hardin, P.A.
500 E. Broward Boulevard, Suite 1950
Fort Lauderdale, Florida 33394
Florida Bar No. 0355178
(954) 467-2200

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The name and address of the director of the corporation is:

Joseph Clawges
1335 S.E. 16th Street
Fort Lauderdale, Florida 33316

ARTICLE VII

The name and address of the person signing these Articles is: Gary S. Singer, Mombach, Boyle & Hardin, P.A., 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394.

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

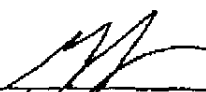
ARTICLE IX

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

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, 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 25 day of February, 2005.



Gary S. Singer

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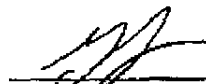
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

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

JOE'S MARINE SALES, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Michael P. Hamaway, Esq. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394.

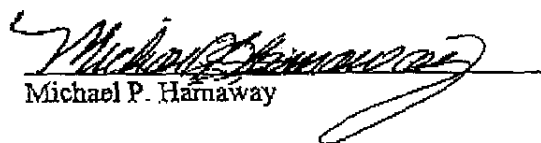
DATED this 25 day of February, 2005.



Gary S. Singer

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 25 day of February, 2005.



Michael P. Hamaway

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