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ACCOUNT NO. : 072100000032

REFERENCE : 568573 80381A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 30, 1995

ORDER TIME : 10:04 AM

ORDER NO. : 568573

CUSTOMER NO: 80381A

CUSTOMER: Sherra Winesett, Esq
AVERY WHIGHAM & WINESETT, P.A.

2248 First Street

Fort Myers, FL 33901

300001448869
-03/30/95--01044--010
***122.50 ***122.50

EFFECTIVE DATE

4-1-95

FILED
95 MAR 30 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SMITH MARINE ENTERPRISES,
INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN MAR 30 1995

FILED
95 MAR 30 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SMITH MARINE ENTERPRISES, INC.**

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

EFFECTIVE DATE
4-1-95

**ARTICLE I
(Name)**

The name of the corporation ("Corporation") is SMITH MARINE ENTERPRISES, INC.

**ARTICLE II
(Duration)**

The existence of the Corporation shall begin on April 1, 1995.

**ARTICLE III
(Address)**

The address of the principal office of the Corporation is 2420-1 Concord Drive, Fort Myers, Florida, 33901, and the mailing address is 2420-1 Concord Drive, Fort Myers, Florida 33901.

**ARTICLE IV
(Capital Stock)**

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be common stock with a par value of \$1.00 per share. All shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services

actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE VII
(Initial Registered Office and Registered Agent)

The initial street address of the Corporation's registered office is 2420-1 Concord Drive, Fort Myers, Florida, 33901. The initial registered agent for the Corporation at that address is DONALD S. SMITH.

ARTICLE VIII
(Initial Board of Directors)

The initial board of directors shall consist of two (2) members. The names and address of the persons who will serve on the initial board of directors are:

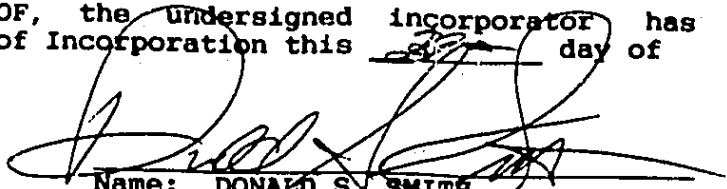
<u>NAME</u>	<u>ADDRESS</u>
DONALD S. SMITH	1420 El Prado Avenue Fort Myers, FL 33901
DONALD C. SMITH	2420-1 Concord Drive Fort Myers, FL 33901

ARTICLE X
(Incorporators)

The names and street addresses of the persons signing these articles of incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
DONALD S. SMITH	1420 El Prado Avenue Fort Myers, FL 33901

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of March, 1995.


Name: DONALD S. SMITH
Incorporator

STATE OF FLORIDA

COUNTY OF LEE

29th The foregoing instrument was acknowledged before me this day of March, 1995, by DONALD S. SMITH, who is personally known [] to me or who has produced [] as identification.

NOTARY PUBLIC:



SHERRA WINESETT
MY COMMISSION # CC38863 EXPIRES
May 1, 1998
BONDED THRU TROY FARM INSURANCE, INC.


sign Sherra Winesett
print **SHERRA WINESETT**
State of Florida at Large
(SEAL)

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept service of process for SMITH MARINE ENTERPRISES, INC. at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: March 29, 1995


Name: DONALD S. SMITH