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McGUIRE WOODS BATTLE & BOOTH

Transcommas Plaza
Suite 1000, 1199 North Fairfax Street
Alexandria, VA 22314-1437

The Blaustein Building
One North Charles Street
Baltimore, MD 21201-3793

Court Square Building
Post Office Box 1288
Charlottesville, VA 22902-1288

Barnett Center
Suite 2750, 50 North Laura Street
Jacksonville, FL 32202

8280 Greensboro Drive
Suite 900, Tysons Corner
McLean, VA 22102-3892

Barnett Center

Suite 2750, 50 North Laura Street
Jacksonville, Florida 32202

Phone: (904) 798-3200 (Voice/TDD)
Fax: (904) 798-3207

World Trade Center
Suite 9000, 101 West Main Street
Norfolk, VA 23510-1635

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

The Army and Navy Club Building
1627 Eye Street, N.W.
Washington, DC 20004-4007

250 Avenue Louise, Bte. 64
1050 Brussels, Belgium

Post Office Box 4930
Bahnhofstrasse 3
8022 Zurich, Switzerland

May 19, 1995

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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To Whom it May Concern:

Enclosed please find Articles of Incorporation and the appropriate fees for the following companies:

1. Phoenix Environmental Products, Inc.
2. First Coast Boat Center, Inc.

Also enclosed is an application for reinstatement for Glen T. Reynolds Signature Homes, Inc. with the appropriate fees.

If you have any questions, please feel free to contact me at the above number.

Sincerely yours,

Jodi L. Lulf

Jodi L. Lulf
Paralegal

JLL/mcq
Enclosures

Dmc
5/25/95

FILED
95 MAY 25 PM 11:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
FIRST COAST BOAT CENTER, INC.

FILED
95 MAY 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is First Coast Boat Center, Inc.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is First Coast Boat Center, Inc., 6268 Phillips Highway, Jacksonville, Florida 32217.

Section 1.3 Mailing Address. The mailing address of the corporation is 6268 Phillips Highway, Jacksonville, Florida 32217.

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is two thousand (2,000) shares of voting common stock having a par value of \$.01 (one cent) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 6268 Phillips Highway, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at that address is Ken Helms.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have 1 (one) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and address of the members of the first board of directors of the corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------------------|--|
| Ken Helms, President | 6268 Phillips Highway Jacksonville, Florida 32217 |
| Peggy Helms, Secretary/Treasurer | 6268 Phillips Highway Jacksonville, Florida 32217 |

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any

bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATOR

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

NAME

Ken Helms

ADDRESS

6268 Phillips Highway
Jacksonville, Florida 32217

ARTICLE IX

INDEMNIFICATION

Section 9.1 Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X

AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 10 day of May, 1995.



Ken Helms, Incorporator

ACCEPTANCE BY REGISTERED AGENT

FILED

95 MAY 25 PM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, in the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.



Ken Helms, Registered Agent

Date:

5/10/95