

LAW OFFICER

TAMPA, FLORIDA 33607 - 3920

Tampa Office

[illegible]

SOUTH PASADENA OFFICE
SUITE 1, SOUTHEASTERN HARBOR BUILDING
1101 PASADENA AVENUE SOUTH
SOUTH PASADENA, FLORIDA 33707-2894
TELEPHONE (813) 892-1131
FAX (813) 345-0342

SUN CITY OFFICE
MARKETPLACE AT CYPRESS CREEK
705 CONTRA DRIVE
SUN CITY CENTER, FLORIDA 33077
TELEPHONE (813) 613 3300
FAX (813) 613 3397

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-05/01795--01056--013
*****122.50 *****122.50

\$35.00
35.00
52.50
\$122.50

EFFECTIVE DATE

SIGNED IN MR. GRECO'S
ABSENCE TO AVOID DELAY

FJG/dfi
Enclosures

ARTICLES OF INCORPORATION
OF
SURFACE MARINE, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is **SURFACE MARINE, INC.**

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws
of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

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

FILED
95 JUN -1 PM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-30-95

ARTICLE IV

DURATION

This corporation is to exist perpetually, and its existence is to commence on the date of execution of these Articles of Incorporation.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 111 West Memorial Boulevard, Lakeland, Polk County, Florida 33805.

The name and street address of the initial registered agent of the corporation in the State of Florida is: Bradley B. Bowen, 111 West Memorial Boulevard, Lakeland, Florida, 33805. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have two (2) directors, as follows:

NAME

ADDRESS

Bradley B. Bowen

111 West Memorial Boulevard
Lakeland, Florida 33805

Steven E. Gossett

4101 San Miguel
Tampa, Florida 33629

ARTICLE VII
INCORPORATORS

The name and address of the incorporator of this corporation is:

NAME

Bradley B. Bowen

ADDRESS

111 West Memorial Boulevard
Lakeland, Florida 33805

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE IX

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.


ARTICLE X

AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: Bradley B. Bowen

Dated this 30th day of May, 1995.



Bradley B. Bowen

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of May, 1995, by Bradley B. Bowen, who is personally known to me or who has produced Bradley B. Bowen as identification, and who did take an oath.



DONNA LOCKLEY
My Commission CC360049
Expires Jun. 24, 1998
Bonded by ANU
800-852-5871

A handwritten signature of Donna Lockley in cursive script, written over a horizontal line.

Printed Name:
Notary Public
My Commission Expires:
Serial Number:

F:\DONNA\GREGO\SURFACE\W01

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That SURFACE MARINE, INC., desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named BRADLEY B. BOWEN, located at 111 West Memorial Boulevard, Lakeland, Florida 33805, as its agent to accept service of process within this state.


BRADLEY B. BOWEN

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


BRADLEY B. BOWEN
Registered Agent

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FILED
95 JUN -1 AM 10:1
SECRETARY OF STATE
TALLAHASSEE, FLORIDA