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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AUG 31 1995

P95000068733

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

EFFECTIVE DATE

10-1-95

Re: ROY ROGERS MARINE DESIGN, INC.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Incorporation and the Acceptance by the Registered Agent for the above captioned corporation and my check in the amount of \$70.00 covering the following fees:

Filing fee	\$ 35.00
Registered Agent Designation	35.00

Please file the original and return the enclosed copy of the Articles and return it to my office.

Thank you for your courtesy.

Very truly yours,


Jeffrey A. King, Esq.

JAK/gs
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ROY ROGERS MARINE DESIGN, INC.

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

ARTICLE I. NAME

The name of the corporation is: EFFECTIVE DATE
10-1-95
ROY ROGERS MARINE DESIGN, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock with a par value of \$1.00 per share. The Board of Directors may dispose of the authorized, but unissued stock from time to time.

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the

corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI. RESTRICTION ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 3715 Cocoanut Terrace, Bradenton, Florida 34210 and the name of the initial registered agent at such address is:

ROY A. ROGERS

ARTICLE VII(B). ADDRESS OF CORPORATION

The address of the principal office and the mailing address of the corporation is 3715 Cocoanut Terrace, Bradenton, Florida 34210, which is the same as the address of the registered agent.

ARTICLE VIII. DIRECTORS

This corporation shall have two (2) directors initially. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of each member of the first Board of Directors is:

Roy A. Rogers

3715 Cocoanut Terrace
Bradenton, Florida 34210

Gwenell M. Rogers

3715 Cocoanut Terrace
Bradenton, Florida 34210

ARTICLE IX. INCORPORATOR

The street address of the incorporator is 3715
Cocoanut Terrace, Bradenton, Florida 34210 and the name of the
incorporator is ROY A. ROGERS.

ARTICLE X. COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence
on October 1, 1995.

IN WITNESS WHEREOF, the Incorporator has subscribed his
name this 22nd day of August, 1995.

Roy A. Rogers

Roy A. Rogers

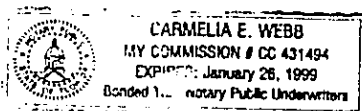
STATE OF FLORIDA)
)
COUNTY OF MANATEE)

On this day before me, the undersigned officer, personally
appeared ROY A. ROGERS, personally known to me or who provided
Florida Drivers License as identification, known to
me to be the person whose name is subscribed to the within
instrument, and he acknowledged that he executed the same for the
purposes therein contained.

WITNESS my hand and official seal in the County and State
last aforesaid this 22nd day of Aug, 1995.

Carmelia E. Webb
Notary Public
Carmelia E. Webb

My commission expires:



A C C E P T A N C E

Having been named as registered agent for ROY ROGERS MARINE DESIGN, INC., at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 22 day of AUG, 1995.

Roy A. Rogers
Roy A. Rogers

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TALLAHASSEE, FLORIDA