P95000070830 TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 62 8.2. 11 1.2.5. 5.3 1. 5.2.

SUBJECT: Salty Dog Marine Inc.
(Proposed corporate name - must include suffix)

FROM: Thomas M. Dellerman
Name (printed or typed)

P.O. Box 650448
Address

Vero Beach Florida 32965-0448
City, State & Zip

407-388-2525
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

95 SEP 11 AM 10: 33

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

ARTICLE I NAME

The name of the corporation shall be:

Salty Dog Marine Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

(no mail) 9160 U.S. Hwy. 1 Sebastian, F1. 32958
(all mail) P.O. Box 650448 Vero Beach, F1. 32965-0448

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares, \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

Thomas M. Dellerman 9160 U.S. Hwy. 1 Sebastian, F1. 32958

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Thomas M. Dellerman P.O. Box 650448 Vero Beach, Fl. 32965-0448

(street address)9160 U.S. Hwy. 1 Sebastian, Fl. 32958

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

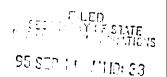
7th day of September , 19 95

| Maria | Signature | Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE



PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1.	The name of the corporation is: Salty Dog Marine Inc.
2.	The name and address of the registered agent and office is:
	Thomas M. Dellerman (NAME)
	9160 U.S. Hwy. 1 (P.C. Box or Mail Drop Box NOT ACCEPTABLE)
	Sebastian, Fl. 32958 (CITY/STATE/ZIP)

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

Thomas II (signature) September 7, 1995
(BATE)