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ROBERTS & LAW, P.A.

ATTORNEYS AT LAW

250 S. MAIN AVENUE

GROVELAND, FLORIDA 34736-0057

JULIA R. LAW  
OF COUNSEL  
ARTHUR E. ROBERTS

April 3, 1996

MAILING ADDRESS  
P. O. BOX 57  
TELEPHONE: 904/429-2183  
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Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

700001772427  
-04/08/96--01035--006  
\*\*\*122.50 \*\*\*122.50

Dear Sir:

Enclosed please find my trust account check in the amount of \$122.50 representing \$35.00 filing fee, \$52.50 for a certified copy and \$35.00 for registered agent fee for the enclosed Articles of Incorporation.

Please file such articles and return a certified copy to me in the enclosed envelope.

Thanking you for your assistance in this matter, I remain

Sincerely,

  
ARTHUR E. ROBERTS

AER/bs

Enclosures

Dmc  
4/11/96

FILED  
96 APR -8 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRO V MARINE, INC.

FILED

96 APR -8 AM 9:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is PRO V MARINE, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 608 Main Avenue, #34, Clermont, Florida 34711. The registered agent for this corporation at this address is GARY R. NELSON. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The corporation shall have one director initially, whose name and address is GARY R. NELSON, 608 Main Avenue, #34, Clermont, Florida 34711.

ARTICLE VII

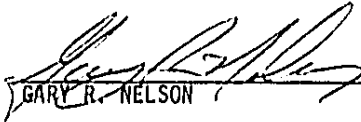
The name and address of the incorporator of this corporation is GARY R. NELSON, 608 Main Avenue, #34, Clermont, Florida 34711.

#### ARTICLE VIII

This Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon.

#### ARTICLE IX

Shares of stock in this corporation may be transferred only as provided in the by-laws of the corporation existing and in force at the time such transfer is desired.

  
GARY R. NELSON

STATE OF FLORIDA  
COUNTY OF LAKE

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared GARY R. NELSON, who is personally known to me to be the person described as incorporator in the foregoing Articles of Incorporation, and acknowledges that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 3rd day of April, 1996.

  
Notary Public  
My Commission Expires:



BEVERLY S. STAPLES  
MY COMMISSION # CC428028 EXPIRES  
January 15, 1999  
BONDED THRU TROY FAH INSURANCE, INC.

STATE OF FLORIDA  
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of  
Process Within This State, Naming Agent Upon Whom Process May Be  
Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 607.034  
Florida Statutes:

PRO V MARINE, INC.

a corporation organized (or organizing) under the laws of the State of  
Florida, with its principal office at 608 Main  
Avenue #34, in the city of Clermont,  
County of Lake, State of Florida,  
has named GARY R. NELSON, located at  
608 Main Avenue #34  
(Street Address & Number of Bldg., P. O. Box Address Not Acceptable)  
City of Clermont, County of Lake  
State of Florida, as its agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
<u>GARY R. NELSON</u>	<u>(P)</u>	<u>608 Main Avenue #34</u>
	<u>(S)</u>	<u>Clermont, Florida 34711</u>
	<u>(T)</u>	
	<u>(V)</u>	


Directors:

	Specific Address
<u>GARY R. NELSON</u>	<u>608 Main Avenue #34</u>
	<u>Clermont, Florida 34711</u>

By   
(corporate officer)

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

  
(Registered Agent)

FILED

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: \_\_\_\_\_

PRO V MARINE, INC.

2. The name and address of the registered agent and office is:

NAME: GARY R. NELSON

ADDRESS: 608 MAIN AVENUE #34

CLERMONT, FLORIDA 34711

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.

  
\_\_\_\_\_  
GARY R. NELSON

Dated: April 3, 1996