

ATTORNEYS AT LAW

BARTH & PLEAT

JAMES C. BARTH, ESQ.  
DAVID BRAND PLEAT, ESQ. (FLA., MD., D.C.)

April 23, 1996

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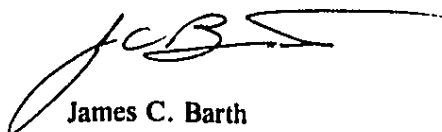
Florida Department of State  
Division of Corporations  
New Filing Section  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Marine Investment Group, Inc.

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for Marine Investment Group, Inc., together with my acceptance as Registered Agent. Also enclosed is a check in the amount of \$122.50 to cover the costs of incorporation. Feel free to call me if you have any questions.

Sincerely,

  
James C. Barth

JCB:cab

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 29 AM 9:27

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**ARTICLES OF INCORPORATION  
OF  
MARINE INVESTMENT GROUP, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is Marine Investment Group, Inc.

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The purpose is to market and sell extended warranties and service agreements for marine craft, sell large vessels in cooperation with other entities and/or any business as permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

The corporation shall have authority to issue One Hundred (100) shares of common stock, all of one class, One Dollar (\$1.00) par value.

**ARTICLE V**

The address of its principal office is 14 Miracle Strip Parkway, Ft. Walton Beach, Florida 32548.

**ARTICLE VI**

The address of its initial Registered Office is 30 South Shore Drive, Destin, Florida 32541, and the name of its initial Registered Agent at said address is James C. Barth.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.

  
James C. Barth

#### ARTICLE VII

The number of directors constituting its Initial Board of Directors is three, whose names and addresses are:

John W. Reinhold

1201-B Miracle Strip Parkway  
Ft. Walton Beach, FL 32548

Frederic D. Pace

8 Moreno Point  
Destin, FL 32541

Paul J. Roberts

631 Cinco Terrace  
Ft. Walton Beach, FL 32548

#### ARTICLE VIII

The name and address of the incorporator is:

Frederic D. Pace

8 Moreno Point  
Destin, FL 32541

  
Signature of Incorporator

Dated: April 25, 1996.

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, personally appeared FREDERIC D. PACE, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Ft. Walton Beach, in said County and State this 25th day of April, 1996.

  
James C. Barth, Notary Public, State of Florida



JAMES C. BARTH  
MY COMMISSION # CC-1146 EXPIRES  
February 1, 1998  
BONDED THRU TROY FAIN INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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