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9545 N. FLORIDA AVENUE, TAMPA, FLORIDA 33012

P.O. Box 17877
Phone (813) 933-6571
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June 4, 1996

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DIVISION OF CORPORATIONS
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Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

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Dear Sir:

We have enclosed the Articles of Incorporation for
Ernie Haire Marine Inc. along with my check in the amount
of \$122.50.

Please forward certified copies and the Articles of
Incorporation to us at the address above.

Your assistance is very much appreciated.

Sincerely,

ERNIE HAIRE FORD INC.

Ernest B. Haire III.
President

EBH/mb
Encl.

6/13

Articles of Incorporation
of
Ernie Haire Marine Inc.

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

The name of the corporation, hereinafter referred to as the "Corporation", is Ernie Haire Marine Inc.. Located at 9545 N. Florida Avenue, Tampa, FL 33612.

The period during which the corporation shall continue is perpetual.

The address of the initial registered office of the Corporation is 9545 N. Florida Avenue, Tampa, FL 33612 and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served is Ernest B. Haire III.

The purpose of the Corporation is to engage in the sale of marine products and any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

The total authorized capital stock of the Corporation is One Hundred shares having a Par Value of None. All or any part of said shares may be issued by the Corporation from time to time and for such considerations as may be determined upon or fixed by the Board of Directors, as provided by law.

The name and post office address of the Incorporator of the Corporation is Ernest B. Haire III, 9545 N. Florida Avenue, Tampa, FL 33612.

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the names and mailing addresses of persons who are to serve as directors until the first meeting of stockholders or until their successors are elected and qualify are as follows:

Ernest B. Haire III, 9545 N. Florida Avenue, Tampa, FL 33612
Mary K. Haire, 9545 N. Florida Avenue, Tampa, FL 33612
L. F. Shrum II, 9545 N. Florida Avenue, Tampa, FL 33612

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes:

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(1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments or dividends or unlawful stock purchases or redemption by the corporation; (4) a transaction from which the director derived an improper personal benefit.

The effective date of these Articles of Incorporation shall be June 4, 1996.

IN WITNESS WHEREOF, the undersigned Incorporator has caused these Articles of Incorporation to be executed as of June 4, 1996. I, Ernest B. Haire III, accepts duties and responsibilities as Registered Agent.



Ernest B. Haire III
Registered Agent/Incorporator

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