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ATTORNEYS AT LAW

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TROY B. HAFNER

FILED

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96 JUN 17 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 14, 1996

Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: TNT CUSTOM BOAT WORKS, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation and Acknowledgement and Acceptance of Agent of Service of Process for TNT Custom Boat Works, Inc., along with a check in the amount of \$122.50, representing the filing fee and certified copy.

Thank you in advance for your prompt attention to this matter.

If you have any questions, please feel free to give me a call.

Very truly yours,

ROBIN A. LLOYD, SR. &
ASSOCIATES, P.A.

By


Troy B. Hafner

TBH/cw
Enc.

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BH
6/18/96

ARTICLES OF INCORPORATION
OF
TNT CUSTOM BOAT WORKS, INC.

FILED

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I, the undersigned, hereby make, subscribe, acknowledge, and agree to file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I
Name and Address of Corporation

The name of the corporation shall be TNT Custom Boat Works, Inc. The principal office address of the corporation is 3207 Industrial 25th Street, Fort Pierce, Florida 34946.

Article II
Purpose of Business

The corporation is organized for the purpose of engaging in any activity permitted under the laws of the United States or of this State.

Article III
Capital Stock

The capital stock of this corporation shall consist of 100 shares of common stock of \$1.00 par value, fully paid and non-assessable. The whole or part of the capital stock of this corporation may be paid for in lawful money of the United States of America or in property, labor or services as a just valuation to be fixed by the Directors.

Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3207 Industrial 25th Street, Fort Pierce, Florida 34946, and the name of the initial registered agent of this corporation at that address is Thomas E. Kiefer.

Article V
Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Thomas E. Kiefer	570 11th Court Vero Beach, Florida 32962

Articulo VI

Incorporator

The name and address of the person signing these
Articles is:


Name

Address

Thomas E. Kiefer

570 11th Court
Vero Beach, Florida 32962

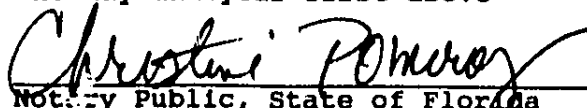
IN WITNESS WHEREOF, I have made and subscribed these
Articles this 14th day of June, 1996.


_____(SEAL)
Thomas E. Kiefer

STATE OF FLORIDA :
: ss.
COUNTY OF INDIAN RIVER:

I HEREBY CERTIFY that on the 14th day of June, 1996,
personally appeared before me, Thomas E. Kiefer, who provided his
driver's license as proof of identification and took an oath, and
he acknowledged before me that he executed the foregoing Articles
of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal in said County and State the day and year first above
written.



Notary Public, State of Florida
My commission expires:



CHRISTINE POMEROY
My Commission 0088813
Expires Dec. 09, 1998

ACKNOWLEDGEMENT AND ACCEPTANCE OF
AGENT OF SERVICE OF PROCESS

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, Thomas E. Kiefer, with his principal place of business at 3207 Industrial 25th Street, Fort Pierce, Florida 34946, hereby acknowledges and accepts the duties of registered agent for the aforementioned corporation as enumerated in Florida Statute 607.0501.


Thomas E. Kiefer (SEAL)

Dated: June 14, 1996