

P96000062574

LAW OFFICES OF
BAXTER & STROHAUER, P.A.

CITIZENS BANK BUILDING, SUITE 100
1150 CLEVELAND STREET

CLEARWATER, FL 34619 6 JUL 24 1996
July 16, 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE
(813) 461-6100
FAX (813) 447-6899

JAMES A. BAXTER
GARY N. STROHAUER
ELIZABETH R. MANNION

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

1C10001800361
-07/24/96--01066--014
****122.50 ****122.50

Re: Drinkwater Maritime Corporation

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

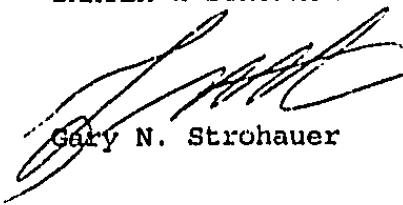
Filing fee	\$35.00
Certified Copy fee	52.50
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours,

BAXTER & STROHAUER


Gary N. Strohauer

GNS/kc
Enclosures

OK
7/26/96

ARTICLES OF INCORPORATION

FILED

OF

06 JUL 24 AM 10:18

DRINKWATER MARITIME CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: Drinkwater Maritime Corporation.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock (having a par value of \$1.00 per share).

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

W. Robert Drinkwater
333 Island Way, #204
Clearwater, FL 34630

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and his street address is:

W. Robert Drinkwater
333 Island Way, #204
Clearwater, FL 34630

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

W. Robert Drinkwater
333 Inland Way, #204
Clearwater, FL 34630

ARTICLE IX. AMENDMENT.

These 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 16 day of July, 1996.

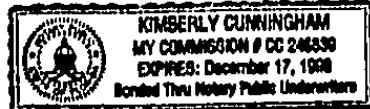
W. Robert V. Drinkwater
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 16 day of July, 1996, before me personally appeared, W. ROBERT DRINKWATER, who provided his Florida driver's license as identification, and who executed the foregoing instrument and he acknowledged the execution thereof to be his free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal at Clearwater, County of Pinellas, State of Florida, the day and year last aforesaid.

Kimberly Cunningham
Notary Public
My Commission Expires:



FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMESTIC
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 40.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That Drinkwater Maritime Corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 333 Island Way, #204, City of Clearwater, County of Pinellas, State of Florida has named W. Robert Drinkwater, located at 333 Island Way, #204, City of Clearwater, County of Pinellas, State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

BY: W. Robert Drinkwater
W. ROBERT DRINKWATER,
Registered Agent

LAW OFFICES OF
BAXTER & STROHAUER, P.A.

CITIZENS BANK BUILDING, SUITE 500
1150 CLEVELAND AVENUE
CLEARWATER, FL 34615

October 17, 1995

TELEPHONE
(727) 441-6100
(800) 447-6899

JAMES A. BAXTER
GARY N. STROHAUER
ROBERT R. MANNION

P96000062574

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

P96-62574

Re: Drinkwater Maritime Corporation

Dear Sir:

Please change the corporate address for the above referenced corporation to 12 Clearwater Mall, Clearwater, FL 34624. This is also the address for the initial director, incorporator and registered agent, W. Robert Drinkwater.

I have enclosed a copy of this letter and would appreciate your stamping it received and returning it to my office in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Very truly yours,

BAXTER & STROHAUER, P. A.

[Signature]
Gary N. Strohauer

GNS/kc
Encls.

*upd 10/23/98
ppcng*

P96000062574

BAXTER & STROHAUER, P. A.

Attorneys at Law
1150 CLYBURN STREET, SUITE 300
CLEARWATER, FLORIDA 34615
(813) 461-6100

1000002043981--5
-01/03/97--01024--010
*****35.00 *****35.00

Office Use Only**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time _____
 Mail out Will wait Photocopy

Certified Copy
 Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

FILED
97 JAN -2 AM 9:45
SECRETARY OF STATE
ALLAPALATCHEE, FLORIDA

VBD 15
PRB 3
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Examiner's Initials

Florida Department of State, Sandra B. Moonham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Drinkwater Maritimo Corporation

1b. The mailing address of the corporation is: 12 Clearwater Mall, Clearwater, FL 34624

1c. Date of incorporation: 7/24/96 Document number: P960900062574

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

W. Robert Drinkwater

333 Island Way, #204

Clearwater, FL 34630

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Gary N. Strohauer

1150 Cleveland Street, Suite 300

Clearwater, FL 34615

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

W. Robert Drinkwater
(Signature of an officer, chairman or vice chairman of the board)

21 NOVEMBER 1996
(Date)

W. Robert Drinkwater, President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

W. Robert Drinkwater
(Signature of Registered Agent)

12-26-96
(Date)

If signing on behalf of an entity:

Gary N. Strohauer
(Typed or Printed Name)

Registered Agent
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: \$35.00