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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAMB: MILT'S MARINA, INC.

AUDIT NUMBER.....H96000015701

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: MILT'S MARINA, INC.
REF: W96000023699

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000015701
Letter Number: 196A00051135

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TALLAHASSEE, FLORIDA

(4)

ARTICLES OF INCORPORATION

OF

H96000015701

MILT'S MARINA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is MILT'S MARINA, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is to be perpetual.

ARTICLE THREE
PURPOSE

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1541 Griffin Road, Dania, Florida 33004.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2701 S.W. LeJeune Road, Suite 410, Coral Gables, Florida 33134, and the name of its initial registered agent, is Steve Tunstall, at 2701 S.W. LeJeune Road, Suite 410, Coral Gables, Florida 33134.

Prepared by:

Jose R. Pujols
Florida Bar #936911
2701 S.W. LEJEUNE RD., SUITE 401
CORAL GABLES, FLORIDA 33134
TELEPHONE (305) 569-2533

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**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be not less than One (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Milton Peacock	1541 Griffin Road Dania, Florida 33004

**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

Name	Address
Jose R. Pujols	2701 S.W. LeJeune Road, Suite 401 Coral Gables, Florida 33134

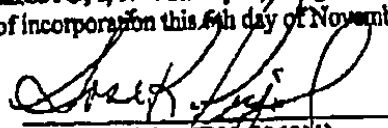
**ARTICLE NINE
INDEMNIFICATION**

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

**ARTICLE TEN
AMENDMENTS**

These articles of incorporation may be amended in the manner authorized by at the time of amendment.

IN WITNESS WHEREOF, I, Jose R. Pujols, being the incorporator of this corporation, make and file these articles of incorporation this 6th day of November, 1996.


Jose R. Pujols, (FBN/936911)

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EMPIRE CORPORATE KIT

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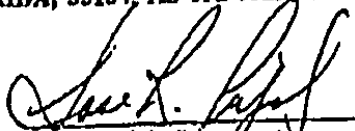
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:


THAT MILT'S MARINA, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT:

1541 GRIFFIN ROAD
DANIA, FLORIDA 33004

HAS NAMED STEVE TUNSTALL, LOCATED AT 2701 S.W. LEJEUNE ROAD, SUITE
410, CORAL GABLES, FLORIDA, 33134, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


Jose R. Pujols, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

By: 
Steve Tunstall

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