



THE UNITED STATES
CORPORATION
COMPANY

97000013442

ACCOUNT NO. : 072100000032

REFERENCE : 255645 1299A

AUTHORIZATION :

Patricia Pysko

COST LIMIT : \$ 122.50

ORDER DATE : February 11, 1997

ORDER TIME : 9:35 AM

ORDER NO. : 255645-005

CUSTOMER NO: 1299A

100002083861--0

CUSTOMER: Ms. Lisa Watson
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
P. O. Box 13010

Pensacola, FL 32591-3010

DOMESTIC FILING

NAME: O.I.C. MARINE INNOVATIONS, INC

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
97 FEB 11 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 11 AM 11:25
DEPARTMENT OF STATE
DIVISION OF CORPORATE FILING
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
O.I.C. MARINE INNOVATIONS, INC.

The undersigned incorporator, John Burkhalter, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is O.I.C. MARINE INNOVATIONS Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 823 Summerbrooke, Tallahassee, Florida 32312.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred fifty thousand (150,000) shares of \$.10 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

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FEB 11 PM 2:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 823 Summerbrooke, Tallahassee, Florida 32312, and the name of the initial registered agent of this corporation at that address is John Burkhalter.

ARTICLE VIII - 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 of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

John Burkhalter
823 Summerbrooke
Tallahassee, Florida 32312

ARTICLE IX - INCORPORATOR

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

John Burkhalter
823 Summerbrooke
Tallahassee, Florida 32312

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

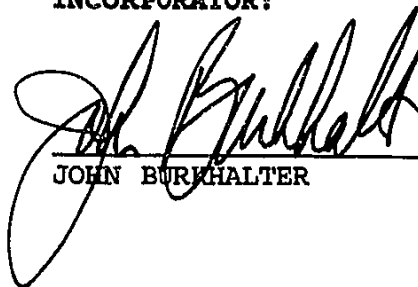
The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

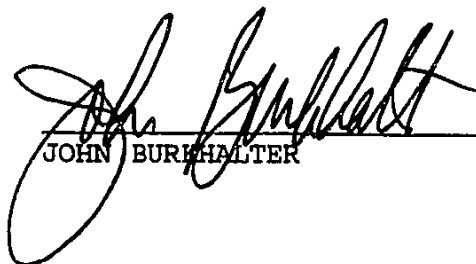
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 7 day of February, 1997.

INCORPORATOR:


JOHN BURKHALTER

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of O.I.C. MARINE INNOVATIONS, Inc. Further, I am familiar with and accept the duties and obligations of such designation. My address is the same as the principal office of the corporation.


JOHN BURKHALTER

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TALLAHASSEE, FLORIDA