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Law Offices of Edward D. Foreman, P.A.

*Edward D. Foreman
Thomas E. Reynolds
Stephen M. Todd*

June 17, 1997

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

*Suite 300
100 Second Avenue North
St. Petersburg, Florida 33701*

*Telephone 813 894-1559
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Telecopier 813 894-1915*

Re: WALKER MARINE ENTERPRISES, INC.

Gentlemen:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$122.50 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions or need anything further, please do not hesitate to call us.

Very truly yours,

EDWARD D. FOREMAN

EDF:sp

Enclosures:

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
WALKER MARINE ENTERPRISES, 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 I.

NAME

The name of the Corporation is: WALKER MARINE ENTERPRISES, INC.

ARTICLE II.

DURATION

The duration of the Corporation is perpetual.

ARTICLE III.

PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation.

ARTICLE IV.

CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is five (5) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 3507 Bella Vista Drive East, St. Pete Beach, FL 33706, and the name of its initial Registered Agent at that address is Charlotte Walker. The principal place of business of the corporation is: 3507 Bella Vista Drive East, St. Pete Beach, FL 33706.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The number of Board of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Charlotte Walker	3507 Bella Vista Drive East St. Pete Beach, FL 33706

ARTICLE VII.
INCORPORATORS

The name and address of each Incorporator is as follows:

<u>Name</u>	<u>Address</u>
Charlotte Walker	3507 Bella Vista Drive East St. Pete Beach, FL 33706

ARTICLE VIII.

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed the foregoing Articles of Incorporation this 17th day of June, 1997.



CHARLOTTE WALKER,
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PINELLAS)

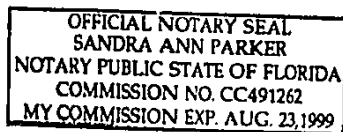
Before me, the undersigned authority, this date personally appeared CHARLOTTE WALKER, who is personally known to me ~~or who produced _____ as identification,~~ and who after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of
June, 1997.

Sandra A. Parker
NOTARY PUBLIC

Print Name: SANDRA H. PARKER

(SEAL)



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of WALKER MARINE ENTERPRISES, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 17th day of June, 1997.

Charlotte Walker
CHARLOTTE WALKER, Registered Agent

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