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ACCOUNT NO. : 072100000032

REFERENCE : 560432-98062A

AUTHORIZATION

Patricia P. [signature]

COST LIMIT : \$ 70.00

ORDER DATE : October 9, 1997

ORDER TIME : 3:58 PM

ORDER NO. : 560432-005

CUSTOMER NO: 98062A

500002318185--7

CUSTOMER: Ms. Pat Charter
MARC A. B. SILVERMAN, ESQ

P. O. Box 6801

Clearwater, FL 33758

DOMESTIC FILING

NAME: WELSH MARINE SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS: _____

FILED
97 OCT 13 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN OCT 13 1997

RECEIVED
97 OCT 13 AM 9:43
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
WELSH MARINE SERVICES, INC.

FILED
97 OCT 13 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WELSH MARINE SERVICES, INC.

The address of the principal office of this corporation shall be 353 Westwinds Drive, Palm Harbor, Florida 34683, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ben A. Welsh
Dir.

353 Westwinds Drive Palm Harbor
Florida 34683

Molly A. Welsh
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ben A. Welsh
Pres.

353 Westwinds Drive Palm Harbor
Florida 34683

Molly A. Welsh
Sec./Treas.

Same

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on October 9, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

GLS/acp

FILED
97 OCT 13 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA