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December 8, 1997

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***122.50 ***122.50

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA FEDEX
AIRBILL # 5056492210

RE: MARINE PARTS & SERVICE, INC.

Enclosed are 2 original sets of the Articles of Incorporation for **Marine Parts & Service, Inc.** and a check in the amount of \$122.50 for the respective corporate filing fees.

Please return our recorded copy to:

Todd J. Littlejohn
c/o - Elaine M. Norton, P.A.
One N.E. 23 Avenue, Suite 4
Pompano Beach, FL 33062

If you have any questions, please feel free to contact me at 954-570-9856.

Thank you.



Todd J. Littlejohn
4752 N.W. 66 Avenue
Lauderhill, FL 33319

FILED
97 DEC -9 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/10/97

ARTICLES OF INCORPORATION
OF
MARINE PARTS & SERVICE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida these Articles of Incorporation; and to that end we do, by this certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is:

MARINE PARTS & SERVICE, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do.

ARTICLE III

The stock of this Corporation shall be divided into one-thousand _____ (1,000) shares of stock of the par value of one dollar (\$ 1.00) per share, all of one class, namely, Common Stock, and having an aggregate par value of one-thousand dollars _____ (\$1,000.00). All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose; property, labor or services may be purchased or paid for with the capital stock; at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be no less than one-thousand dollars (\$1,000.00).

ARTICLE V

The principal place of business of the Corporation shall be at 790 N.W. 1 Avenue, Deerfield Beach,-----, Florida, with the privilege of having branch offices within and without the State of Florida.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The names and post office addresses of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, shall be:

Todd J. Littlejohn, Director
4752 N.W. 66 Avenue
Lauderhill, FL 33319

Nicholas A. Solino, Jr. Director
21197 Shady Vista Lane
Boca Raton, FL 33428

ARTICLE VIII

The number of directors of the Corporation shall be two.

ARTICLE IX

The names and post office addresses of the President, Secretary, and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

Todd J. Littlejohn President
4752 N.W. 66 Avenue
Lauderhill, FL 33319

Todd J. Littlejohn Treasurer
4752 N.W. 66 Avenue
Lauderhill, FL 33319

Nicholas A. Solino, Jr. Secretary
21197 Shady Vista Lane
Boca Raton, FL 33428

Nicholas A. Solino, Jr. Vice President
21197 Shady Vista Lane
Boca Raton, FL 33428

ARTICLE X

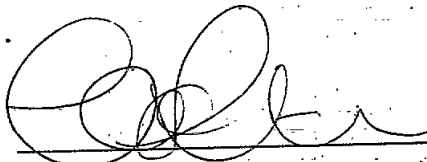
The names and post office addresses of each subscriber
and the number of shares of stock which each agrees to take are:

Todd J. Littlejohn 500 Shares
4752 N.W. 66 Avenue
Lauderhill, FL 33319

Nicholas A. Solino, Jr. 500 Shares
21197 Shady Vista Lane
Boca Raton, FL 33428

Total Shares: One-thousand Shares,
all of the proceeds of which will amount to at least \$ 1,000.00
(one-thousand dollars).

IN WITNESS WHEREOF, we have hereunto set our hands and
seals, and acknowledged to be filed in the office of the Secretary
of State the foregoing Articles of Incorporation, this
day of December 8, 1997.


Todd J. Littlejohn, President

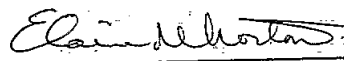
COUNTY OF BROWARD)
)
) SS:
)
STATE OF FLORIDA)

BEFORE ME, the undersigned authority, duly authorized to
administer oaths and take acknowledgements, personally appeared

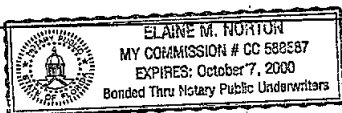
TODD J. LITTLEJOHN

and each severally acknowledged before me that they signed the
foregoing Certificated of Incorporation for the purpose therein
expressed.

WITNESS my hand and official seal at the City of
Pompano Beach, State of Florida, this 8th day of December, 1997.


NOTARY PUBLIC, State of Florida
at Large

My Commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST THAT: MARINE PARTS & SERVICE, INC.

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Deerfield Beach

(CITY)

STATE OF Florida, HAS NAMED Elaine M. Norton

(STATE)

(NAME OF REGISTERED AGENT)

LOCATED AT One N.E. 23 Avenue, Suite 4

(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE BOX
ADDRESSES ARE NOT ACCEPTABLE)

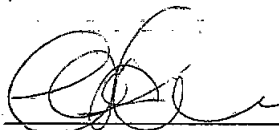
CITY OF Pompano Beach, STATE OF Florida, AS ITS AGENT TO ACCEPT

(CITY)

(STATE)

SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE



(CORPORATE OFFICER)

TITLE

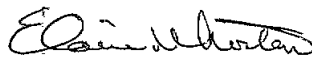
President

DATE

December 8, 1997

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

SIGNATURE



(REGISTERED AGENT)

DATE

12-8-97

FILED
97 DEC -9 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA