

P98000021528

BARTH ENTERPRISES, INC.
2357 St. Charles Drive
Clearwater, FL 33764

February 23, 1998

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

Dear Sirs:

Enclosed is my check for the sum of \$70.00 for the following incorporation fees of Barth Enterprises, Inc.:

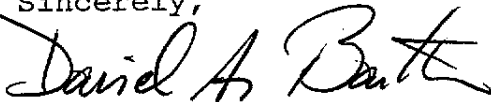
\$ 35.00 Filing Fee

35.00 Resident Agent Fee

\$ 70.00

200002440602--5
-02/25/98--01064--024
*****70.00 *****70.00

Sincerely,



David A. Barth
DAB:hht
Enclosures

FILED
98 MAR -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W98-4213~~
Dmc
2/26/98

~~2545~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 26, 1998

DAVID A. BARTH
2357 ST. CHARLES DRIVE
CLEARWATER, FL 33764

SUBJECT: BARTH ENTERPRISES, INC.
Ref. Number: W98000004323

We have received your document for BARTH ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 198A00010904

ARTICLES OF INCORPORATION

OF

BARTH MARINE SERVICES, INC.

FILED

98 MAR -6 PM 2:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: Barth Marine Services, Inc. The principal place of business of this corporation shall be 2357 St. Charles Drive, Clearwater, Florida 33764.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having one dollar (\$1.00) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2357 St. Charles Drive, Clearwater, Florida 33764. The name of the initial registered agent of the corporation at that address is David A. Barth.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro-rata share thereof at any price at which it is offered to others.

ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the incorporator that all shares of stock issued by the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE IX. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

David A. Barth
Director/President

2357 St. Charles Drive
Clearwater, Florida 33764

ARTICLE X. SUBSCRIBER

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

David A. Barth

2357 St. Charles Drive
Clearwater, Florida 33764

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 4th day of March, 1998.

Daniel A. Burt (SEAL)

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this
4th day of March, 1998.

Hannulou T. Ford
Notary Public, State of Florida at Large.

My Commission Expires: May 9, 1998

RESIDENT AGENT CERTIFICATE

FILED

In pursuance to Chapter 607, Florida Statutes the following is submitted in compliance with said act.

98 MAR -6 PM 2:00

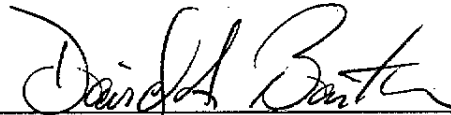
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That, Barth Marine Services, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the County of Pinellas, State of Florida, has named David A. Barth, located at 2357 St. Charles Drive, Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:



Resident Agent