



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 815451 12000A

AUTHORIZATION : *Patricia Puyito*

COST LIMIT : \$ 70.00

ORDER DATE : May 12, 1998

ORDER TIME : 11:30 AM

ORDER NO. : 815451-005

CUSTOMER NO: 12000A

700002520577--7

CUSTOMER: June Emberton, Legal Assistant
SHAPIRO & ADAMS, P.A.

Suite 272
2401 Pga Boulevard
Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: L & W MARINE, 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: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 12 PM 12:52

RECEIVED
98 MAY 12 PM 12:01
DIVISION OF CORPORATIONS

[Handwritten signature]

ARTICLES OF INCORPORATION

OF

L & W MARINE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 12 PM 12:52

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be L & W MARINE, INC. The mailing address is: 2666 Park Avenue, #5, Riviera Beach, Florida 33404.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is all lawful business and engaging in any activity or business permitted under the laws of the United State or of this Stated.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 2666 Park Avenue, #5, Riviera Beach, Florida 33404, and the name of the initial registered agent at such address is Rick Weiler.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than five (5) members. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

Rick Weiler
2263 Southwest Murphy Road
Palm City, Florida 34990

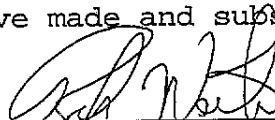
Kevin Lyons
2666 Park Avenue, #5
Riviera Beach, Florida 33404

FILED
SECRETARY OF STATE
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98 MAY 12 PM 12:52

ARTICLE VII -- INCORPORATORS

The name and address of the person signing these Articles is:
Rick Weiler, 266 Park Avenue, #5, Riviera Beach, Florida 33404.


IN WITNESS WHEREOF, I have made and subscribed these Articles
this 11th day of May, 1998.


Rick Weiler


STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 11th
day of May, 1998, by Rick Weiler, who is personally known to me or
who has produced a driver's license as identification and who did
take an oath.




NOTARY PUBLIC
(Notary Seal)

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH
IN THESE ARTICLES OF INCORPORATION.


Rick Weiler