

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000205821 3)))



H090002058213ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (239) 344-1100
Fax Number : (239) 344-1200

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 SEP 22 AM 9:44

FILED

COR AMND/RESTATE/CORRECT OR O/D RESIGN

MARINE CONTRACTING GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

RECEIVED

2009 SEP 22 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated Articles
S

Electronic Filing Menu

Corporate Filing Menu

Help

92309

FILED

2009 SEP 22 AM 9:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H09000205821 3

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MARINE CONTRACTING GROUP, INC.**

Document Number: P98000071228

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its Board of Directors and Shareholders, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation shall be MARINE CONTRACTING GROUP, INC. The principal business address of the corporation is 2511 Vasco Street, Unit #112, Punta Gorda, Florida 33950.

**ARTICLE 2
DURATION**

The corporation was incorporated on August 12, 1998 and shall have perpetual existence thereafter.

**ARTICLE 3
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have the authority to issue shall be one thousand (1,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

**ARTICLE 5
REGISTERED AGENT AND OFFICE**

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

FAX AUDIT NO.: H09000205821 3

FAX AUDIT NO.: H09000205821 3

NAMEADDRESS

BRIAN L. MIDOLO

2511 Vasco Street, Unit #112
Punta Gorda, Florida 33950**ARTICLE 6**
DIRECTORS

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the Shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

ARTICLE 7
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in both the Board of Directors and the Shareholders. Bylaws adopted, altered, amended, or repealed by the Shareholders of the corporation may not be repealed, altered, amended, or readopted by the Board of Directors if the Shareholders so provide.

ARTICLE 8
SHAREHOLDERS' AGREEMENT

In the event a Shareholders' Agreement exists and there are any inconsistencies in terms between these Amended and Restated Articles of Incorporation and the Shareholders' Agreement, the terms of the Shareholders' Agreement will control.

ARTICLE 9
SUBSCRIBER

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

NAMEADDRESS

BRIAN L. MIDOLO

2511 Vasco Street, Unit #112
Punta Gorda, Florida 33950

FAX AUDIT NO.: H09000205821 3

FAX AUDIT NO.: H09000205821 3

In accordance with Section 607.1007(4)(b), it is hereby certified that the Board of Directors and Shareholders adopted the Amended and Restated Articles of Incorporation and the number of votes cast by the Shareholders for the amendments to the Articles of Incorporation appearing in the Amended and Restated Articles of Incorporation were sufficient for approval.

MARINE CONTRACTING GROUP, INC.

Dated: 9/21, 2009By: [Signature]
Brian L. Midolo, Vice President**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for this corporation, at the place designated in these Amended and Restated Articles of Incorporation, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
BRIAN L. MIDOLO
Registered Agent

FAX AUDIT NO.: H09000205821 3