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1.) Harbour Marine Services, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
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ARTICLES OF INCORPORATION
OF
HARBOUR MARINE SERVICES, INC.

THE UNDERSIGNED, acting as sole incorporator of **HARBOUR MARINE SERVICES, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is "Harbour Marine Services, Inc."

ARTICLE II
SHARES

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) consisting of a single class of common stock, One Cent ($0.01) par value per share.

ARTICLE III
PRINCIPAL OFFICE

The address of the Principal Office of the corporation is 4370 Carraway Place, Sanford, Florida, 32771. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV
MAILING ADDRESS

The mailing address of the corporation is 4370 Carraway Place, Sanford, Florida, 32771.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the corporation is 4370 Carraway Place, Sanford, Florida, 32771, and the initial Registered Agent at such address is Eugene P. Smith.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is Two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are

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to serve as initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Bernard J. Kurek	3826-1304 Calibre Bend Lane Winter Park, Florida 32792.
Eugene P. Smith	3759 Sutters Mill Circle Casselberry, Florida 32707.

ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on October 28, 1998, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

ARTICLE VIII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Bernard J. Kurek, 3826-1304 Calibre Bend Lane, Winter Park, Florida, 32792.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 28th day of October, 1998.

Bernard J. Kurek

Bernard J. Kurek, Incorporator

ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 28th day of October, 1998.

Eugene P. Smith, Registered Agent

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