

EMMANUEL, SHEPPARD & CONDON

ATTORNEYS AT LAW

POST OFFICE DRAWER 1271  
PENSACOLA, FLORIDA 32596

TOLL FREE 1-800-433-6581  
<http://www.esclaw.com>

KRAMER A. LITVAK  
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PATRICK G. EMMANUEL  
ROBERT A. EMMANUEL  
HOLLY V. JURNOVOY

May 3, 1999

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600002863896--7  
-05/05/99--01073--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

Re: GUNTER MARINE CONSTRUCTION, INC.

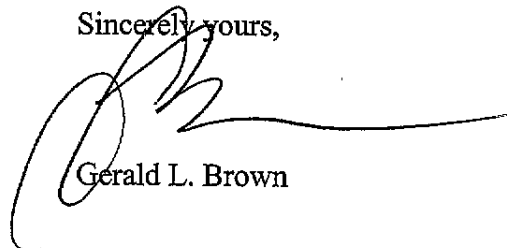
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of Gunter Marine Construction, Inc. Check in the sum of \$78.75 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy Fee	8.75
Registered Agent Fee	<u>35.00</u>
total	\$ 78.75

If you have any questions, please give me a call.

Sincerely yours,



Gerald L. Brown

FILED  
99 MAY -5 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

GLB:las  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**GUNTER MARINE CONSTRUCTION, INC.**

FILED  
99 MAY -5 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of the corporation is GUNTER MARINE CONSTRUCTION, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 107 Cedar Street, Pensacola, Florida 32501 with a mailing address of 107 Cedar Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Edward Chadbourne, III.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS AND SPECIFIC POWERS

This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this corporation is:

NAME

ADDRESS

Donald Gunter

901 Brandermill Drive  
Cantonment, Florida 32533

Edward Chadbourne, III

2800 Inverness Ct.  
Pensacola, Florida 32503

John S. Carr

107 Cedar Street  
Pensacola, Florida 32501

Eric J. Nickelsen

107 Cedar Street  
Pensacola, Florida 32501

Edward Chadbourne, Jr.

107 Cedar Street  
Pensacola, Florida 32501

No sale, transfer, conveyance, lease or mortgage of any property of the Corporation shall be effective without the written consent of all directors, and all other actions of the Corporation shall require the approval of all directors.

ARTICLE SEVEN - INCORPORATOR

The name and address of the person signing these Articles is Edward Chadbourne, III, 107 Cedar Street, Pensacola, Florida 32501.

ARTICLE EIGHT - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE NINE - INDEMNIFICATION

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

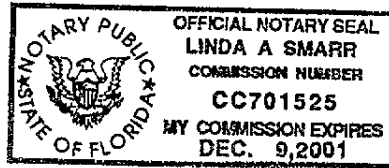
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 3 day of May, 1999.

*Edward Chadbourne III*  
Edward Chadbourne, III, Subscriber

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 3 day of May, 1999 by Edward Chadbourne, III, who (  ) is personally known to me or (  ) has produced \_\_\_\_\_ as identification and who did not take an oath.

*Linda A. Smarr* (SEAL)



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

***GUNTER MARINE CONSTRUCTION, INC.***

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that GUNTER MARINE CONSTRUCTION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Pensacola, County of Escambia, State of Florida has named Edward Chadborne, III located at 107 Cedar Street, City of Pensacola, County of Escambia, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at 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.

*Edward Chadborne III*

Edward Chadbourne, III, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY -5 PM 3:33

FILED