

999 000043 029

MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

JAMES L. ADE  
LYNDA R. AYCOCK  
W. O. BIRCHFIELD  
TIMOTHY A. BURLEIGH  
JASON E. CAMPBELL  
CHARLES L. CRANFORD  
STEPHEN H. DURANT  
T. WILLIAM GLOCKER  
MICHAEL E. GOODBREAD, JR.  
STEPHEN D. HALKER  
SHARON ROBERTS HENDERSON

ONE INDEPENDENT DRIVE - SUITE 3000  
JACKSONVILLE, FLORIDA 32202

MAILING ADDRESS:  
POST OFFICE BOX 59  
JACKSONVILLE, FLORIDA 32201  
TELEPHONE (904) 354-2050  
TELECOPIER (904) 354-5842

BARBARA CHRISTIE JOHNSTON  
MYRA LOUGHRAN  
RALPH H. MARTIN  
ROBERT O. MICKLER  
JEANNE M. MILLER  
JOHN D. MILTON, JR.  
JAMES A. NOLAN, III  
DANIEL B. NUNN, JR.  
SCOTT G. SCHILDBERG  
MICHAEL D. WHALEN  
GARY L. WILKINSON  
L. PETER JOHNSON (1942-1988)

May 6, 1999

VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-05/07/99-01115-006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

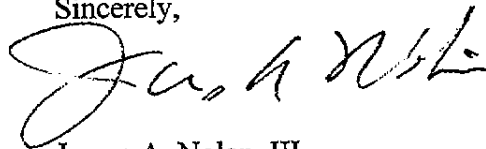
RE: RHINO MARINE, INC.

To Whom It May Concern:

Enclosed is an original and one photocopy of executed Articles of Incorporation for the above-referenced corporation, along with our firm check in the amount of \$78.75 in payment of the filing fees associated with this request. Please forward the certified copy of the Articles of Incorporation to my attention at the above address.

If you should have any questions or concerns pertaining to this matter, please do not hesitate to contact me.

Sincerely,



James A. Nolan, III

JAN/vkc

Enclosures

FILED  
1999 MAY -7 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

1999 MAY -7 AM 9:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
RHINO MARINE, INC.

ARTICLE I.

NAME

The name of this corporation is Rhino Marine, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 4284 McGirts Boulevard, Jacksonville, Florida 32210.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of the corporation commences on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock with a par value of One Cent (\$.01) per share. Without action by the shareholder(s), any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 4284 McGirts Boulevard, Jacksonville, Florida 32210, and the name of the initial registered agent of this corporation at that address is James D. Francis. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

James D. Francis

ADDRESS

4284 McGirts Boulevard  
Jacksonville, Florida 32210

ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or Board of Directors may repeal, amend, or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholder(s) may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

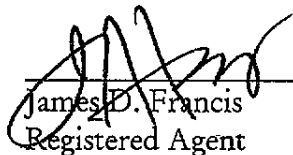
IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 6<sup>th</sup> day of May, 1999.

  
James D. Francis  
Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
RHINO MARINE, INC.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Rhino Marine, Inc., a corporation organized under the laws of the State of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 4284 McGirts Boulevard, Jacksonville, Florida 32210.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 6th day of May, 1999.

  
\_\_\_\_\_  
James D. Francis  
Registered Agent