



THE UNITED STATES
CORPORATION
COMPANY

P99000054/55

FILED

99 JUN 15 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 273704 4305486

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : June 14, 1999

ORDER TIME : 9:50 AM

ORDER NO. : 273704-005

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CUSTOMER NO: 4305486

CUSTOMER: Alice Helscher, Legal Asst
TAFT STETTINIUS & HOLLISTER
TAFT STETTINIUS & HOLLISTER
1800 Star Bank Center
425 Walnut Street
Cincinnati, OH 45202

DOMESTIC FILING

NAME: LEMON BAY TOWING N SALVAGE
MARINE CONSTRUCTION, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

PH 6/15/99

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99 JUN 15 AM 10:47
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LEMON BAY TOWING N SALVAGE MARINE CONSTRUCTION, INC.

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TALLAHASSEE, FLORIDA

The undersigned, an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is LEMON BAY TOWING N SALVAGE MARINE CONSTRUCTION, INC.

SECOND: The street address, wherever located, of the principal office of the Corporation is:

7340 Michael Street
Englewood, FL 34224.

The mailing address, wherever located, of the Corporation is:

7340 Michael Street
Englewood, FL 34224.

THIRD: The number of shares that the Corporation is authorized to issue is one thousand (1,000), all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is:

7340 Michael Street
Englewood, FL 34224.

The name of the initial registered agent of the Corporation at the said registered office is Richard L. Snyder.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

<u>Name</u>	<u>Address</u>
Kim D. Seaton	1800 Firstar Tower 425 Walnut Street Cincinnati, OH 45202

SIXTH: Each share of the Corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the Corporation or any equity and/or voting shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of shares of the same class of the Corporation or of equity and/or voting shares of any class of the Corporation or for the purchase of any shares, bonds, securities, or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire unissued shares of the same class of the Corporation or equity and/or voting shares of any class of the Corporation, whether now or hereafter authorized or created, and whether the proposed issue, reissue, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty days, any and all of such shares, rights, options, bonds, securities, or obligations of the Corporation may be issued, reissued, or granted by the Board of Directors, as the case may be, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

SEVENTH: The purposes for which the Corporation is organized are as follows:

To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action

in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

A handwritten signature in black ink, appearing to read 'K D Seaton', written over a horizontal line.

Kim D. Seaton, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

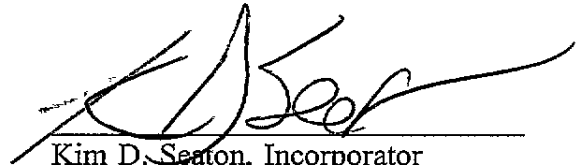
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.


1. The name of the corporation is Lemon Bay Towing N Salvage Marine Construction, Inc.
2. The name and address of the registered agent and office is:

Richard L. Snyder
7340 Michael Street
Englewood, FL 34224



Kim D. Seaton, Incorporator
Date 6/14/99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-NAMED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT 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.

By: 

Richard L. Snyder
Date: 6/9/99

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