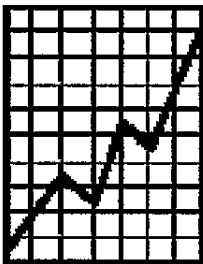


P99000055387

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



Newman & Company, P.A.

Certified Public Accountants

2244 First Avenue North
St. Petersburg, Florida 33713
(727) 327-6608 • Fax 327-4463

700002906227--3

-06/16/99 -01038--006

122.50 **78.75

June 14, 1999

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

Re: Cradle & Lift Marine Services, Inc.
Articles of Incorporation

To whom it may concern:

Enclosed are the articles of incorporation for the above named corporation along with a check for \$122.50 payable to "Department of State" to cover the filing fees.

If you have any questions please call Keith Newman at (727) 327-6608.

Sincerely,

A handwritten signature in dark ink, appearing to read "Keith Newman".

Keith Newman

FILED
99 JUN 16 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Rena GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 6/18/99
DO. EXAM BB

B. BROCK JUN 18 1999

ARTICLES OF INCORPORATION
OF
CRADLE & LIFT MARINE SERVICES, INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is Cradle & Lift Marine Services, Inc.
1836 Indian Rocks Rd. Largo, FL 33774

ARTICLE II

The period of duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized is to transact any business under the law of the United States and of this state.

ARTICLE IV

The aggregate number of shares the corporation shall have authority to issue is One Thousand (1,000) shares of Capital Stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address in Florida of the initial registered office of the corporation is 2244 1st Avenue North, St. Petersburg, Florida, 33713. The name of the initial registered agent at such address is Keith Newman.

ARTICLE VI

The initial board of directors shall consist of one member who need not be a resident of the State of Florida or shareholder of the corporation. The number of directors may be increased or decreased from time to time by the bylaws but shall never be less than one.

ARTICLE VII

The name and address of the persons who shall serve as directors until the first annual meeting of the shareholders, or until their successor shall have been elected and qualified, are as follows:

Raymond C. Szymanski
1836 Indian Rocks Rd.
Largo, FL 33774

FILED
99 JUN 16 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII

The name and address of the incorporators is as follows:

Raymond C. Szymanski
1836 Indian Rocks Rd.
Largo, FL 33774

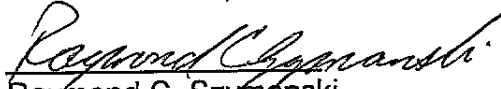
ARTICLE IX

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders meeting, with not less than two-thirds vote of common stock.

ARTICLE X

The corporation shall commence existence on the date the Articles of Incorporation have been filed with the Department of State, State of Florida, and are approved by it.

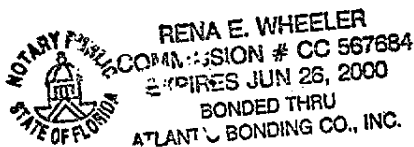
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8TH day of June, 1999.

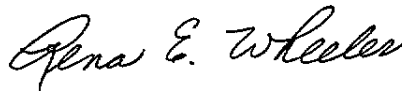

Raymond C. Szymanski

State of Florida
County of Pinellas

Before me, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared Keith Newman known to me to be the persons who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

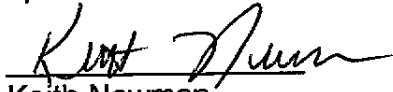
IN WITNESS WHEREOF, I hereunto set my hand and official seal JUNE, 1999
at St. Petersburg, said County and State this 8TH day of ~~February, 1999~~.





ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Keith Newman

FILED
99 JUN 16 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA