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A Partnership Including Professional Associations

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June 21, 1999

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

400002915314--1  
-06/25/99--01028--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: LARRY BAILEY BOAT TRANSPORT, INC.

400002915314--1  
-06/25/99--01025--009  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for "Larry Bailey Boat Transport, Inc.". Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$ 35.00	Filing fee
\$ 35.00	Certificate of designation of registered agent
<u>\$ 32.50</u>	Certified copy
\$122.50	

Kindly file the original Articles of Incorporation in your offices and return the copy to us.

Thank you for your attention to this matter. If you should have any questions, I would be pleased to hear from you.

Sincerely,

Kathleen A. Kessel

Kathleen A. Kessel  
Secretary to T. M. Barlow

kk  
Enclosures

FILED  
JUN 25 AM 9:10  
TALLAHASSEE, FLORIDA  
JFC 6/28

**ARTICLES OF INCORPORATION  
OF  
LARRY BAILEY BOAT TRANSPORT, INC.**

**FILED**  
99 JUN 25 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I - Name**

The name of the corporation is LARRY BAILEY BOAT TRANSPORT, INC.

**ARTICLE II - Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III - Purpose**

The purpose or purposes for which the corporation is organized is to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

#### ARTICLE IV - Capital Stock

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE V - Registered Office and Agent

The street address of the initial principal office of this corporation is 1741 Seagrape St., N.E., Palm Bay, FL 32905, and the name of the initial registered agent of this corporation is LARRY D. BAILEY, whose address is 1741 Seagrape St., N.E., Palm Bay, FL 32905.

#### ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be more than three (3). The name and address of the initial director of this corporation are:

LARRY D. BAILEY  
1741 Seagrape St., N.E.  
Palm Bay, FL 32905

#### ARTICLE VII - Incorporators

The name and address of the initial incorporator of this corporation is:

LARRY D. BAILEY  
1741 Seagrape St., N.E.  
Palm Bay, FL 32905

ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

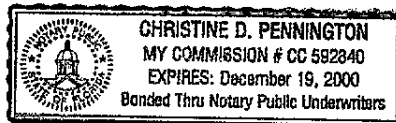
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21<sup>st</sup> day of June, 1999.

Larry D. Bailey  
LARRY D. BAILEY

STATE OF FLORIDA    )  
COUNTY OF BREVARD)

The foregoing Articles of Incorporation were acknowledged before me this 21<sup>st</sup> day of June, 1999 by LARRY D. BAILEY, who is personally known to me, who did not take an oath.

Christine D. Pennington  
Notary Public



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

FILED  
99 JUN 25 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That LARRY BAILEY BOAT TRANSPORT, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 1741 Seagrape St., N.E., Palm Bay, FL 32905, has named LARRY D. BAILEY, 1741 Seagrape St., N.E., Palm Bay, FL 32905, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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 provisions of said act relative to keeping open said office.

By: Larry D Bailey  
LARRY D. BAILEY, Registered Agent