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CORPORATION NAME(S) AND DOCUMENT NUMBER(S	s) (if known):
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T. SMITH DEC 1 6 1998

ARTICLES OF INCORPORATION OF AQUA MARINE OF FLORIDA, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

The name of the Corporation is AQUA MARINE OF FLORIDA, INC

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and mailing address is 5040 110th Avenue North, Clearwater, Florida 34620.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, \$.001 par value per share.

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name Address

John S. Inglis
101 East Kennedy Boulevard
Suite 2800

Tampa, Florida 33602

ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) directors to hold office until the first annual meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Name	Address
Loren E. Pettisani	5040 110 th Avenue North Clearwater, Florida 34620
Joanne Pettisani	5040 110 th Avenue North Clearwater, Florida 34620
James Cowan	5040 110 th Avenue North Clearwater, Florida 34620

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name	 Address
John S. Inglis	101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of December, 1999.

John S. Inglis, Incorporato

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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 Aqua Marine of Florida, Inc.
- 2. The name and address of the registered agent and office are:

John S. Inglis 101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

SIGNATURI

TITLE:

John S. Inglis, Incorporator

DATE:

December 15, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

n S. Inglis, Registered Agent

DATE:

December 15, 1999