

TRANSMITTAL LETTER

PO1000001676

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

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-01/02/01--01004--003
*****131.25 *****87.50

SUBJECT: The Hogan Marine Group, Inc.
(Proposed corporate name - must include suffix)

FILED
00 DEC 29 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Sherwood J. DeAmbrose
Name (Printed or typed)

EFFECTIVE DATE
12-28-00

P.O. BOX 3749
Address

Plant City, FL 33564
City, State & Zip

813-754-1152
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

4
1-5-01

ARTICLES OF INCORPORATION
OF
THE HOGAN MARINE GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is The Hogan Marine Group, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution of these Articles December 28, 2000.

EFFECTIVE DATE

ARTICLE III - PURPOSE

12-28-00

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - COMMENCEMENT OF CORPORATE BUSINESS

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principle office of this corporation is 4609 Reece Road, Plant City, FL 33567 and the name and street address of the initial registered agent:

Name

Address

Sherwood J. DeAmbrose

2607 Lakeview Way, Plant City, FL 33567

ARTICLE VI - ADDRESS OF PRINCIPLE OFFICE

The mailing address for this corporation is P.O. Box 3749, Plant City, FL 33564.

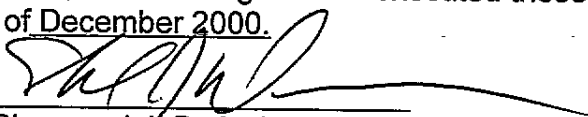
ARTICLE VII - CAPITAL STOCK

Number. The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of Capital Stock with a value of \$1.00 per share.

Initial Issue. One Hundred Thousand (100,000) share of Capital Stock of the corporation shall be issued for cash at a value of one dollar (\$1.00) per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 28th day of December 2000.





Sherwood J. DeAmbrose
Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me, this 28th day of December 2000.

 Samantha D Lewis
My Commission CC969730
Expires September 24 2004



NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires: 9/24/04

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is: The Hogan Marine Group, Inc.


2. The name and address of the registered agent and office is:

Sherwood J. DeAmbrose
(Name)

2607 Lakeview Way
(Address - P.O. Box or Mail Drop Box NOT Acceptable)

Plant City, FL 33567
(City/State/Zip)

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 obligations of my position as registered agent.


(Signature)

December 28, 2000
(Date)

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