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TRANSMITTAL LETTER  
FILED

96 NOV 21 AM 9:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: STARBOARD MANAGEMENT SERVICES, INC.  
(Proposed corporate name - must include suffix)

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: Gerald R. Johnson  
Name (Printed or typed)

925 Arthur Godfrey Road; Suite 303  
Address

Miami Beach, Florida 33140  
City, State & Zip

(305) 538 - 2376  
Daytime Telephone number

*PK*  
*11/26/96*

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

**ARTICLES OF INCORPORATION**

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*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

The name of the corporation shall be:

**STARBOARD MANAGEMENT SERVICES, INC.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**925 Arthur Godfrey Road  
Suite 303**

**Miami Beach, Florida 33140**

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**One Hundred (100)**

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**Gerald R. Johnson  
925 Arthur Godfrey Road  
Suite 303  
Miami Beach, Florida 33140**

**ARTICLE V INCORPORATOR(S)**

See instructions for officers/directors

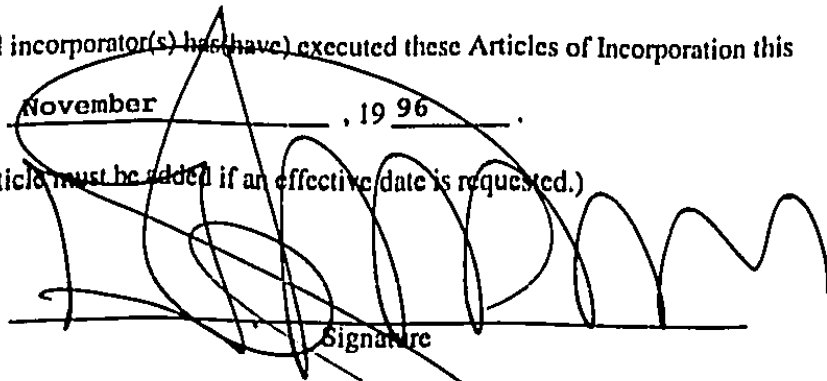
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gerald R. Johnson  
925 Arthur Godfrey Road; Suite 303  
Miami Beach, Florida 33140

The undersigned incorporator(s) ~~has~~ ~~have~~ executed these Articles of Incorporation this

15th day of November, 19 96.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

**Notarization is not required**

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

**CERTIFICATE OF DESIGNATION OF  
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: STARBOARD MANAGEMENT SERVICES, INC.

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

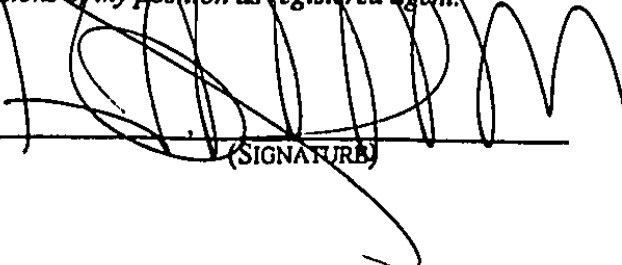
Gerald R. Johnson  
(NAME)

925 Arthur Godfrey Road; Suite 303  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami Beach, Florida 33140  
(CITY/STATE/ZIP)

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*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)

November 15, 1996  
(DATE)