

P99000 110648

Requester's Name

**MARINE ENGINEERING SYSTEMS CO.**  
**STROUD DIVING & HYDROGRAPHY**  
5030 Old Kings Rd.  
Jacksonville, FL 32254-1184

900003074859--5  
-12/20/99--01065--012  
\*\*\*128.75 \*\*\*128.75

904-355-1777

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- 1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in       Pick up time \_\_\_\_\_
- Mail out       Will wait       Photocopy       Certified Copy
- Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials *gk/s*

# CERTIFICATE OF DOMESTICATION

The undersigned, William Floyd Hux, Vice President,  
(Name) (Title)

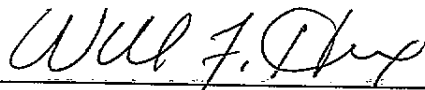
of Marine Engineering Systems Company a foreign Corporation,  
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was July 21, 1983
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was the State of Delaware
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Marine Engineering Systems Company
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is Marine Engineering Systems Company
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Jacksonville, Florida

I am Registered Agent of Marine Engineering Systems Company

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 17th day of December 1999



(Authorized Signature)  
William F. Hux

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**Articles of Incorporation  
of  
Marine Engineering Systems Company**

***Article I      Name of the Corporation***

The name of the corporation is Marine Engineering Systems Company.

***Article II      Principal Office***

The address of the corporation's registered office in the State of Florida is 5030 Old Kings Road NW, Jacksonville, Florida 32284-1184, Duval County. The name of the corporation's Registered Agent at such address is William F. Hux.

***Article III      Stock***

The total number of shares of stock which the corporation shall have the authority to issue is three thousand (3,000) described as follows: Three thousand (3,000) shares of common stock, with a par value of \$1,000 each.

***Article IV      Registered Agent***

The registered agent of the corporation shall be: William Floyd Hux, whose address within the State of Florida is: 5030 Old Kings Road NW, Jacksonville, Florida 32254-1184 for the purpose of transacting business, and whose address of residence is 14410 Pond Place Drive, Jacksonville, Florida, 32223.

***Article V      Incorporator***

The name and mailing address of the incorporator is: William Floyd Hux, 5030 Old Kings Road, NW., Jacksonville, Florida 32254-1184.

***Article VI      Election of Officers***

Unless and except to the extent that the By-Laws of the Corporation shall so require, the election of the directors of the corporation need not be by written ballot.

***Article VII      Authority of the Officers***

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized and empowered :

(A) Subject to the laws of the State of Florida, from time to time to sell, lease or otherwise dispose of any part or parts of the properties of the corporation and to cease to conduct the business connected therewith or again to resume the same, as it may deem best;

(B) To authorize or cause to be executed, mortgages, and liens without limit as to the amount, upon the property and franchise of this corporation; and

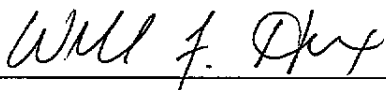
(C) In addition to the powers and authorities hereinbefore and by the laws of the State of Florida conferred upon the Board of Directors, to exercise all such powers and to do all such acts and things as may be exercised or done by the corporation; subject, nevertheless, to the express provisions of said laws, of the Certificate of Incorporation and of its By-Laws.

*Article VIII Service and Removal of Directors*

Officers and Directors of the Board of Directors shall be elected by a vote during a lawful meeting of the Board of Directors. Each shall serve in their respective capacities until resignation. Any Director or Officer of the Corporation elected or appointed by the stockholders of the corporation or by its Board of Directors may be removed at any time in such manner as shall be provided in the By-Laws of the Corporation.

*Article IX*

The corporation reserves the right at any time and from time to time amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the Laws of the State of Florida at the time in force may be added or inserted, in the manner now or hereafter prescribed by law, and all rights, preferences, and privileges of whatsoever nature conferred upon stockholders, directors, or any other persons whomever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the right reserved in this Article.



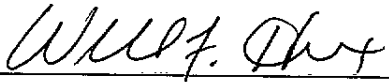
Signature / Incorporator

December 15, 1999

Marine Engineering Systems Company

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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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Signature / Registered Agent

(S E A L)

December 15, 1999