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ACCOUNT NO. : 072100000032

REFERENCE : 511838 4144A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 70.00

FILED
APR -5 AM 10:56
TALLAHASSEE, FLORIDA

ORDER DATE : April 4, 2002

ORDER TIME : 9:34 AM

ORDER NO. : 511838-005

CUSTOMER NO: 4144A

CUSTOMER: Rosa Maria Ancheta, Legal Asst
Holland & Knight LLP
Suite 3000
701 Brickell Avenue
Miami, FL 33131

600005194736--2

FOREIGN FILINGS

NAME: CRP MARINE, INC.

(S)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

BK

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

02 APR -5 AM 10:21

RECEIVED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. CRP Marine, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. applied for

(FEI number, if applicable)

4. February 22, 2002

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o 701 Brickell Ave., Suite 3000, Miami, Florida 33131

(Principal office address)

c/o 701 Brickell Ave., Suite 3000, Miami, Florida 33131

(Current mailing address)

To engage in any and all lawful acts or activities for which corporations may be organized under the General Corporation Law of the State of Delaware.

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Intrastate Registered Agent Corporation

Office Address: 701 Brickell Ave., Suite 3000

Miami

(City)

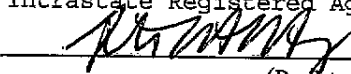
, Florida 33131

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Intrastate Registered Agent Corporation



(Registered agent's signature)

Steven H. Hagen

Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

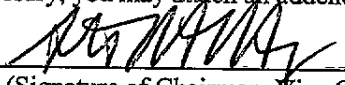
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steven H. Hagen, Vice President

(Typed or printed name and capacity of person signing application)

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02 APR -5 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RIDER OF OFFICERS AND DIRECTORS

OF

CRP MARINE, INC.

Carmen Rita Perez
c/o 701 Brickell Ave
Suite 3000
Miami, Florida 33131

Director, President,
Assistant Secretary and
Treasurer

Steven H. Hagen
c/o 701 Brickell Ave.
Suite 3000
Miami, Florida 33131

Vice President and Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

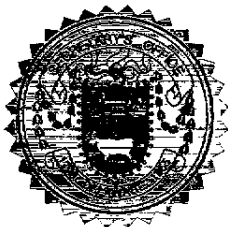
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CRP MARINE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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02 APR -5 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1702167

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DATE: 04-04-02