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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 726794 4327828

AUTHORIZATION : *Carina Dunlap*

COST LIMIT : \$ 70.00

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ORDER DATE : November 29, 2005

ORDER TIME : 9:16 AM

ORDER NO. : 726794-005

CUSTOMER NO: 4327828

FOREIGN FILINGS

NAME: M & M MARINE LTD.

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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

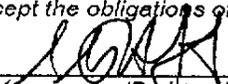
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CONTACT PERSON: Carina L. Dunlap -- EXT#

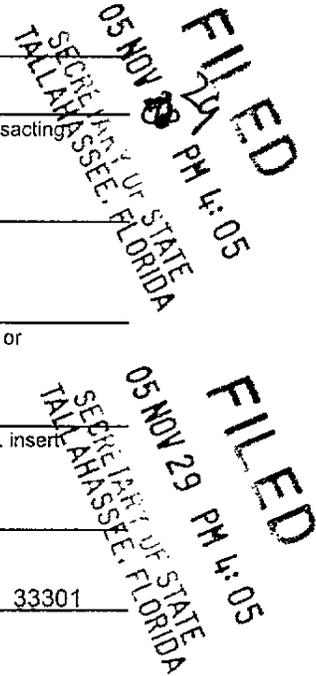
EXAMINER: _____

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. M & M Marine Ltd. Co.
M & M Marine Co.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Cayman Islands
(Country under the law of which it is incorporated)
3. 98-0473054
(FEI number, if applicable)
4. 05/18/2004
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
7. 909 Poinciana Drive, Ft. Lauderdale, FL 33301
(Principal office address)
c/o Michael Maroone, 909 Poinciana Drive, Ft. Lauderdale, FL 33301
(Current mailing address)
8. All purposes legal under Florida law
(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:**
Name: Stuart J. Haft, Esq.
Office Address: 340 Royal Poinciana Plaza, Suite 321
Palm Beach, Florida 33480
(City) (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.

(Registered agent's signature)

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.



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

A. DIRECTORS

Chairman: Michael E. Maroone

Address: 909 Poinciana Drive

Ft. Lauderdale, FL 33301

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael E. Maroone

Address: 909 Poinciana Drive

Ft. Lauderdale, FL 33301

Vice President: None

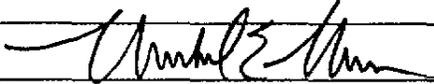
Address: _____

Secretary: Campbells Secretaries Limited

Address: P.O. Box 884GT, Grand Cayman, Cayman Islands

Treasurer: None

Address: _____

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Michael E. Maroone, Director
(Typed or printed name and capacity of person signing application)

CB-135935

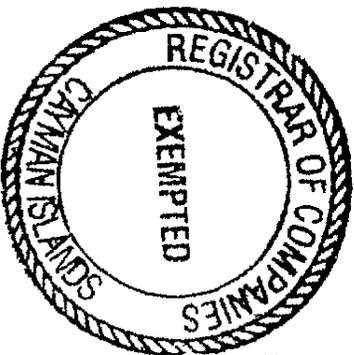
Certificate Of Good Standing

TO WHOM IT MAY CONCERN

I DO HEREBY CERTIFY that

M & M Martine Ltd.

a company duly organized and existing under and by virtue of the Laws of The Cayman Islands is at the date of this certificate in Good Standing with the office, and duly authorized to exercise therein all the powers vested in the company.



*Given under my hand and Seal at George Town in the
Island of Grand Cayman this 11th day of November
Two Thousand Five*

[Signature]
An Authorised Officer,
Registry of Companies,
Cayman Islands, B.W.I.