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95 JUN -1 AM 10:41  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032  
REFERENCE : 607556 1024A  
AUTHORIZATION : Patricia Pizots  
COST LIMIT : \$ 70.00

ORDER DATE : May 31, 1995  
ORDER TIME : 10:07 AM  
ORDER NO. : 607556  
CUSTOMER NO: 1024A

000001503410

CUSTOMER: Warren D. Hayes, Sr, Esq  
Alley Maass Rogers & Lindsay,  
321 Royal Poinciana Plaza  
P. O. Box 431  
Palm Beach, FL 33480

FOREIGN FILINGS

NAME: SEAGULL MARINE, LDC, INC.

XX PROFIT  
NON-PROFIT  
XX CORPORATE  
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN -1 PM 3:25  
mtm

W95-11331



RECEIVED

95 JUN -2 PM 3:11

FLORIDA DEPARTMENT OF STATE  
Sandra B. Williamson  
Secretary of State

June 1, 1995

CSC-KAREN ROSAR  
TALLAHASSEE, FL

SUBJECT: SEAGULL MARINE, LDC, INC.  
Ref. Number: W95000011331

*Please give the 1st  
file clerk*

We have received your document for SEAGULL MARINE, LDC, INC. and your check(s) totaling \$. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 395A00027448

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## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN - 1 PM 3:25

SUBJECT: Seagull Marine, LDC, Inc.  
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robb R. Maass, Esq.

(Name of Person)

Alley, Maass, Rogers & Lindsay, P.A.

(Firm/Company)

321 Royal Poinciana Plaza, South

(Address)

Palm Beach, FL 33480

(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Robb R. Maass, Esq.

(Name of Person)

at ( 407 ) 659-1770

Area Code & Daytime Telephone Number

### COURIER ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

## SEAGULL MARINE LDC

## RESOLUTION OF THE BOARD OF DIRECTORS

I, the undersigned Simon Stephens for and on behalf of Campbell Directors Limited, Director, do hereby certify that this Resolution of the Board of Directors of SEAGULL MARINE, IDC, a corporation duly organised and existing under the laws of the Cayman Islands, were duly adopted on 2 June 1995.

RESOLVED that SEAGULL MARINE, IDC, organised and existing in the Cayman Islands, hereby adopts the name SEAGULL MARINE INVESTMENTS, LDC, INC for use in Florida, USA.

Signed: f

  
CAMPBELL DIRECTORS LIMITED  
DIRECTOR

Dated: 2 June 1995

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

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

1. Seagull Marine, LDC, 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. Cayman Islands, B.W.I.  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. May, 1995  
(Date of incorporation)
5. 2025  
(Duration: Year corp. will cease to exist or perpetual)
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2170 S.E. 17th Street, Suite 206  
Fort Lauderdale, FL 33316  
(Current mailing address)
8. All lawful purposes  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: Warren D. Hayes, Sr., Esq.  
Office Address: 321 Royal Poinciana Plaza, South  
Palm Beach, Florida, 33480  
(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.*

Warren D. Hayes, Sr.  
(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.

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

A. DIRECTORS

Chairman: JESSE SIEGEL  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

Vice Chairman: GEORGE SIEGEL  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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B. OFFICERS

President: JESSE SIEGEL  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

Vice President: I. JERRY BLOOM  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

Secretary: JESSE SIEGEL  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

Treasurer: GEORGE SIEGEL  
Address: 2170 SE 17 ST STE 206  
FT LAUD FLA 33316

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

13.

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

14.

I. JERRY BLOOM VICE PRES.  
(Typed or printed name and capacity of person signing application)

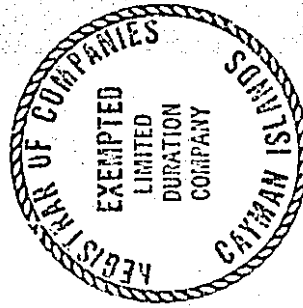
# Certificate of Incorporation

I, **DELANO O. SOLOMON**

**Registrar of Companies of the Cayman Islands**  
DO HEREBY CERTIFY, pursuant to the Companies Law (Revised), that all the requirements of the said Law in respect of registration were complied with by

**SEAGULL MARINE LDC**

an Exempted Limited Duration Company incorporated in the Cayman Islands with Limited Liability with effect from the 17th Day of May One Thousand Nine Hundred Ninety-Five



Given under my hand and Seal at George Town in the  
Island of Grand Cayman this Seventeenth day of May  
One Thousand Nine Hundred Ninety-Five

Registrar,  
of Companies, Cayman Islands, B.W.I.