

F96000005968



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ACCOUNT NO. : 072100000032

REFERENCE : 152568 97412A

AUTHORIZATION : Patricia Pijut

COST LIMIT : \$ 70.00

ORDER DATE : November 12, 1996

ORDER TIME : 3:20 PM

ORDER NO. : 152568-005

CUSTOMER NO: 97412A

700002002017--1

CUSTOMER: John J. Pembroke, Esq
John J. Pembroke & Associates
Suite 150
422 North Northwest Highway
Park Ridge, IL 60068

W96-23968

FOREIGN FILINGS

NAME: OCEAN EQUIPMENT AND
SUPPLY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

RECEIVED
95 NOV 12 PM 4:03
DIVISION OF CORPORATIONS
WCH/14
96 NOV 13 PM 3:47
FILED
DIVISION OF CORPORATIONS
11/14/96



FLORIDA DEPARTMENT OF STATE
Sundra B. Mortham
Secretary of State

November 13, 1996

CSC-W. CHARLES EARNEST

SUBJECT: OCEAN EQUIPMENT & SUPPLY, INC.
Ref. Number: W96000023968

RESUBMIT
Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned for the following:

The corporate name adopted for use in Florida "Ocean Equipment and Supply, Inc." is not available. Please adopt another corporate name that is available for use in this state. (Note: the corporation must adopt another corporate name for use in this state at the time of qualification not 30days after qualification as stated on its resolution.)

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: 196A00051727

RECEIVED
06 NOV 14 PM 3:35
DIVISION OF CORPORATION

484769695555

BEVERLY H. BROWN

948 PG1 NOV 14 '96 12:54

OCEAN EQUIPMENT & SUPPLY, INC.
RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned William A. Irvine, do hereby certify that this Resolution of the Board of Directors of OCEAN EQUIPMENT & SUPPLY, INC. ("Company"), a corporation duly organized and existing under the laws of the State of Illinois, was duly adopted as of July 1, 1996.

BE IT RESOLVED, that Ocean Equipment & Supply, Inc., a corporation organized and existing in the State of Illinois, hereby adopts the name Ocean Equipment & Supply, Inc. of Illinois for use in Florida.

10

11/22/92

William Brown

William A. Irvin

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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. Ocean Equipment & Supply, 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. Illinois

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

3. 36-4085413

(File number, if applicable)

4. May 13, 1996

(Date of incorporation)

5. Perpetual

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

6. upon approval of registration

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 741 South Route 83

Elmhurst, Illinois 60126

(Current mailing address)

8. The transaction of any and all lawful purposes for which corporations
may be incorporated under the Illinois Business Corporation Act of 1983.
(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: (P.O. Box or Mail Drop Box NOT
acceptable)

Name: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

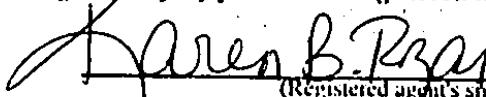
Tallahassee

, Florida, 32301

(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)

KAREN B. ROZAR AS IT'S AGENT

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 3 1996
PI 3:47

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O . Box NOT acceptable)

Director Chairman: William A. Irvine

Address: 741 South Route 83
Elmhurst, IL 60126

Director Vice Chairman: Randall R. Truckenbrodt

Address: 741 South Route 83
Elmhurst, IL 60126

Director: William David McAllister

Address: 1322 N.W. 14th Avenue
Pompano Beach, FL 33069

Director:

Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: William A. Irvine

Address: 741 South Route 83
Elmhurst, IL 60126

Vice President:

Address:

Secretary: William A. Irvine

Address: 741 South Route 83
Elmhurst, IL 60126

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.

William A. Irvine, President

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

File Number 5886-557-5



To all to whom these presents Shall Come, Greeting:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 13 PM 3:47

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that **OCEAN EQUIPMENT & SUPPLY, INC.**, A DOMESTIC
CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MAY 13,
1996, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE
BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF
FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A
DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

**In Testimony Whereof, I hereby set
my hand and cause to be affixed the Great Seal of
the State of Illinois this _____ 17TH
day of SEPTEMBER A.D. 19 96**

George H. Ryan
SECRETARY OF STATE