



THE UNITED STATES  
CORPORATION  
COMPANY

F990000000086

ACCOUNT NO. : 072100000032

REFERENCE : 087780 11654A

AUTHORIZATION :

*Patricia Pizzuti*

COST LIMIT : \$ 70.00

ORDER DATE : January 5, 1999

ORDER TIME : 11:38 AM

ORDER NO. : 087780-005

CUSTOMER NO.: 11654A

CUSTOMER: Judy Baxter, Legal Asst  
Holtzman Krinzman Equels &  
2601 South Bayshore Drive  
Suite 600  
Miami, FL 33133

2000002732022--3

FOREIGN FILINGS

NAME: PHOENIX MARINE INTERNATIONAL,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

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99 JAN -6 PM 12:25  
DIVISION OF CORPORATION

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -6 PM 2:10  
H116

**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 TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. PHOENIX MARINE INTERNATIONAL, 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 3. 65-0761743  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JUNE 4, 1997 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1775 WEST OKEECHOBEE ROAD  
HIALEAH, FLORIDA 33010  
(Current mailing address)
8. BOAT MANUFACTURING AND SALES  
(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: HKE&F REGISTERED AGENT CORP.
- Office Address: 2601 S. BAYSHORE DRIVE, #600  
MIAMI, Florida, 33133  
(Zip Code)
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**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.*

Arthur J. Furia, Vice President  
(Registered agent's signature)  
ARTHUR J. FURIA, 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.

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

A. DIRECTORS

Chairman: FRANK J. PIEDRA

Address: 1775 W. OKEECHOBEE ROAD  
HIALEAH, FLORIDA 33010

Vice Chairman: VLADIMIR LUDOVIC

Address: 1775 W. OKEECHOBEE ROAD  
HIALEAH, FLORIDA 33010

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

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

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

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

B. OFFICERS

President: FRANK J. PIEDRA

Address: 1775 W. OKEECHOBEE ROAD  
HIALEAH, FLORIDA 33010

Vice President: VLADIMIR LUDOVIC

Address: 1775 W. OKEECHOBEE ROAD  
HIALEAH, FLORIDA 33010

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.

FRANK J. PIEDRA, CHAIRMAN

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

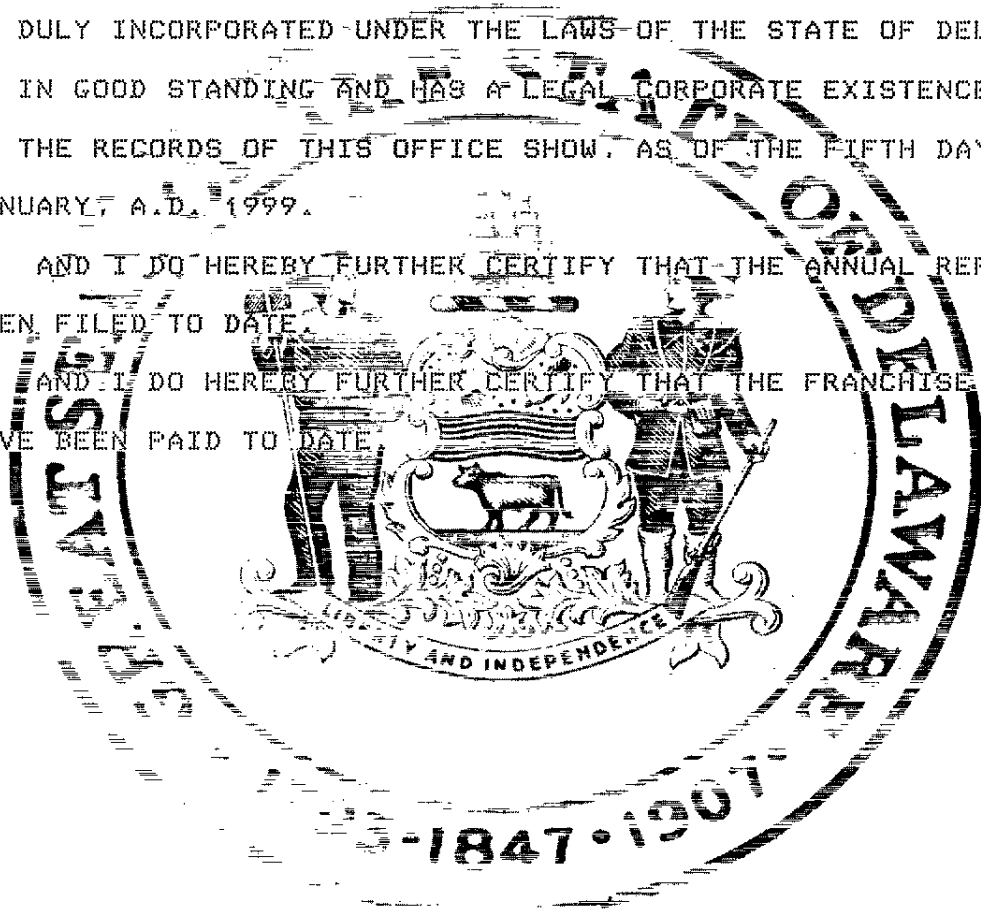
*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PHOENIX MARINE INTERNATIONAL, 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 FIFTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -6 PM 2:10



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2758016 8300

DATE: 9503120

991002542

01-05-99