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TALLAHASSEE, FLORIDA

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January 16, 2004

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Secretary of State of Florida
Corporations Division
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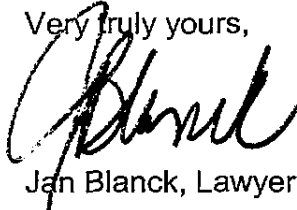
Re: Maritime Information Sharing and Analysis Center, Inc.

Ladies and Gentlemen:

Enclosed are Articles of Incorporation, in duplicate, prepared to effect the incorporation of Maritime Information Sharing and Analysis Center, Inc. Also enclosed is our check in the amount of \$78.75 in payment of filing fees and a certified copy. Please return the certified copy to me.

Thank you for your cooperation with this matter.

Very truly yours,



Jan Blanck, Lawyer's Assistant to Troy J. Rillo

**ARTICLES OF INCORPORATION
OF
MARITIME INFORMATION SHARING AND ANALYSIS CENTER, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as the incorporators of the Maritime Information Sharing and Analysis Center, Inc., under the Florida Not-For-Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I.
NAME**

The name of this corporation (the "Corporation") is the Maritime Information Sharing and Analysis Center, Inc.

**ARTICLE II.
ADDRESS**

The mailing and street address of the principal office of the Corporation shall be:

3471 N. Federal Highway, Suite 508
Fort Lauderdale, Florida 33306

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**ARTICLE III.
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Company's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard., 20th Floor, Miami, Florida 33131, and the registered agent for the Company at that address shall be Troy J. Rillo, Esq.

**ARTICLE IV.
PURPOSES AND POWERS**

The purposes for which this Corporation is organized under the Florida Not-For-Profit Act is to promote and facilitate the sharing of security and other information between and among the Members and the federal government; to disseminate threat indications, analyses and warnings, together with interpretations, to affected maritime industry ships and facilities; and to undertake any other lawful purpose or purposes not specifically prohibited to corporations under other laws of this state. The Corporation is

specifically prohibited from making any distribution of profit or income to its members, directors, officers or others.

ARTICLE V. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Troy J. Rillo, Esq.	201 South Biscayne Boulevard Suite 2000 Miami, Florida 33131
Kenneth P. Bergquist	444 29 th Street West Palm Beach, Florida 33407
Kim E. Petersen	3471 N. Federal Highway Suite 506 Fort Lauderdale, Florida 33306

ARTICLE VI. ELECTION OR APPOINTMENT OF BOARD OF TRUSTEES

A Board of Trustees shall govern the Corporation. There shall be three Trustees of the Corporation who shall have all the powers authorized to a board of directors under the Florida Not-For-Profit Act and who shall be appointed by the unanimous agreement of the incorporators. The initial Trustees of the Corporation shall serve terms of three, four and five years, respectively. Thereafter, the terms of the Trustees shall be three years. Trustee vacancies shall be filled by election by the remaining Trustees. Trustees must be unanimously elected.

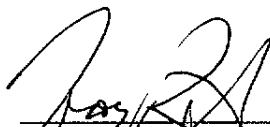
ARTICLE VII. ELECTION OR APPOINTMENT OF MEMBERS

The Corporation may admit Members upon approval of the Board of Trustees. There shall be three categories of Members: (i) Industry Members, which shall consist of Ports, Port Authorities, Shipping Companies, Vessel Operators, Port Facility Operators, Recognized Security Organizations, International Flag Registries, and Ship Classification Societies; (ii) Representative Members, which shall be formally organized associations of entities engaged in maritime commerce as well as government agencies or bodies; and (iii) Associate Members, which shall be any entity or person who is involved in any aspect of maritime commerce.

Memberships are not transferable. Membership may be terminated in accordance with the Corporation's bylaws, as amended from time to time.

Without the express written authority of the Board of Trustees, no Member of the Corporation can be an agent of the Corporation or has the authority to (i) bind the Corporation, (ii) enter into contracts, and (iii) enter into any transactions or otherwise make any commitments on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on January 14, 2004.

By: 
Troy J. Killo, Incorporator

By: 
Kenneth P. Bergquist, Incorporator

By: 
Kim E. Petersen, Incorporator

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE
OF
MARITIME INFORMATION SHARING AND ANALYSIS CENTER, INC.**

PURSUANT TO THE PROVISIONS OF SECTIONS 617.0202 AND 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is the Maritime Information Sharing and Analysis Center, Inc.
2. The name and address of the registered agent and office is Troy J. Rillo, Esq., c/o Kirkpatrick & Lockhart LLP, 201 S. Biscayne Blvd., Suite 2000, Miami, Florida 33131.

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



(Signature)

January 14, 2004