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January 10, 2000

FILED  
00 JAN 12 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
Attn: Kim Rolse  
409 E. Gayness Street  
Tallahassee, Florida 32399

400003036164--9  
-01/12/00-01018--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Incorporation of Stemma Marine, Inc.  
File No. 2737.100

Dear Kim:

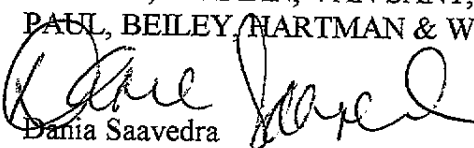
Enclosed hereto please find the articles of incorporation for Stemma Marine, Inc. As per our discussions on this matter, it seems that the articles of incorporation previously mailed in to the Division of Incorporations on or about December 23, 1999, were misplaced. I am therefore resubmitting the articles along with a check for \$78.50 representing the incorporation fee.

Should you have any questions/comments upon receipt of the articles, please do not hesitate to contact me.

Thank you for your attention to this matter.

Very truly yours,

SACHER, ZELMAN, VAN SANT,  
PAUL, BEILEY, HARTMAN & WALDMAN

  
Dania Saavedra

Enclosure

K. Rolfe JAN 12 2000



**ARTICLES OF INCORPORATION  
OF  
STEMMA MARINE, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be:

Stemma Marine, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2215 N.W. 14<sup>th</sup> Street  
Miami, FL 33125

**ARTICLE III. SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Glen H. Waldman, Esq.  
1401 Brickell Avenue, Suite 700  
Miami, FL 33131

**ARTICLE V. TERM OF EXISTENCE**

This Corporation is to exist perpetually.

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**ARTICLE VI. OFFICERS AND DIRECTORS**

This corporation shall have one officer and one director, initially. The names and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Steve Prevolis  
Dir./ Pres.

2215 N.W. 14<sup>th</sup> Street  
Miami, FL 33125

**ARTICLE VII. INCORPORATOR**

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

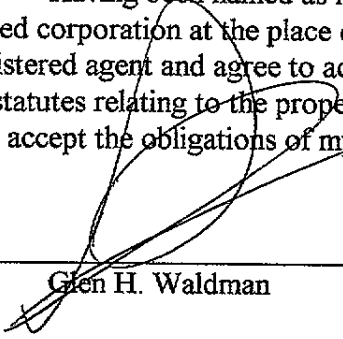
Glen H. Waldman, Esq.  
1401 Brickell Ave.  
Suite 700  
Miami, FL 33131

  
\_\_\_\_\_  
Glen H. Waldman

01/07/00  
\_\_\_\_\_  
Date

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

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.

  
\_\_\_\_\_  
Glen H. Waldman

01/07/00  
\_\_\_\_\_  
Date

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