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LAW OFFICES OF  
TIMOTHY P. STICKNEY, ESQ.

THE KEY EXECUTIVE BUILDING  
104 CRANDON BOULEVARD  
SUITE 309  
KEY BISCAYNE, FL 33149

In reply, please refer to  
File No. 99-143.L01

OFFICE (305) 361-8059  
FAX (305) 361-5262

February 8, 2000

VIA STANDARD FEDERAL EXPRESS

500003129365--2  
-02/09/00-01049-007  
\*\*\*\*122.50 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee FL 32301

Re: Filing of Articles of Incorporation for HARDAGROUND MARINE  
TOWING & SALVAGE, INC.

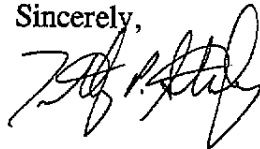
Dear Sir/Madam:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing fee	\$ 35.00
Registered agent fee	35.00
Certified copy	<u>52.50</u>
 Total	 \$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. Your prompt attention to this matter will be appreciated.

Sincerely,



Timothy P. Stickney  
For the Firm.

FILED  
00 FEB -9 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures  
TPS:bjjs

T. Burch FEB 15 2000

FILED  
00 FEB -9 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
HARDAGROUND MARINE TOWING & SALVAGE, INC.**

**ARTICLE I - CORPORATE NAME**

The name of this corporation is HARDAGROUND MARINE TOWING & SALVAGE, INC.

**ARTICLE II - NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock of one class only with a par value of TEN CENTS (\$0.10) per share.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing upon the filing of these Articles.

**ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE ADDRESS  
AND INITIAL PRINCIPAL BUSINESS OFFICE ADDRESS**

The Registered Agent and address and the street address of the initial Principal Business Office of this corporation in the State of Florida shall be:

TIMOTHY P. STICKNEY, ESQ.  
104 Crandon Blvd., Suite 309  
Key Biscayne FL 33149

Initial Principal Business Office Address:

104 Crandon Blvd., Suite 309  
Key Biscayne FL 33149

The officers of this corporation may from time to time move the Principal Business Office to any other address in the State of Florida.

**ARTICLE VI - BOARD OF DIRECTORS**

The corporation shall have no Board of Directors, but shall be operated and managed by a majority vote of the shareholders of this corporation.

**ARTICLE VII - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

TIMOTHY P. STICKNEY, ESQ.  
104 Crandon Blvd., Suite 309  
Key Biscayne FL 33149

**ARTICLE VIII - OFFICERS**

The names and addresses of the initial officers of this corporation are:

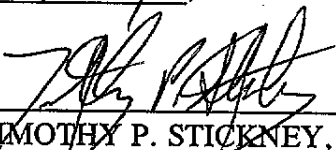
President/Vice President/Secretary/Treasurer

BRIAN S. HAWTHORNE  
104 Crandon Blvd., Suite 309  
Key Biscayne FL 33149

**ARTICLE IX - INDEMNIFICATION**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 5<sup>th</sup> day of February, A.D. 2000.

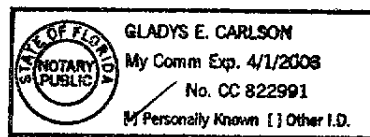
  
\_\_\_\_\_  
TIMOTHY P. STICKNEY, ESQ.,  
Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a notary public, personally appeared TIMOTHY P. STICKNEY, ESQ., to me well known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 5 day of February, A.D. 2000.

  
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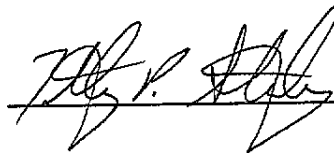
**ACCEPTANCE OF APPOINTMENT AND  
AGREEMENT TO ACT AS REGISTERED AGENT FOR  
HARDAGROUND MARINE TOWING & SALVAGE, INC.**

I, TIMOTHY P. STICKNEY, ESQ., have been nominated to act in the capacity of REGISTERED AGENT, to the above-named Florida corporation, and to accept service of process and other legal process on behalf of the said corporation, and do agree to serve in that capacity until further notice is served upon the Secretary of State.

My address for which service can be effected is:

104 Crandon Blvd., Suite 309  
Key Biscayne FL 33149

Accepted this 8<sup>th</sup> day of February, A.D. 2000.



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**FILED**  
00 FEB -9 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA