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May 2, 2000

Via United Parcel Service

Secretary of State
Division of Corporations
409 East Gaines Street,
Tallahassee, FL 32399

FILED
00 MAY -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: SeaMar Investments

200003238392--7
-05/03/00-01141-004
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for SeaMar Investments along with a check in the amount of \$78.75, payable to Secretary of State.

Please file the original, certifying the copy and sending same back to this office.

Thank you in advance for your courtesy and cooperation in this matter.

EFFECTIVE DATE
05-01-00

Very truly yours,

Louis A. Supraski, Esq.
Louis A. Supraski, Esq.

Signed in Mr. Supraski's
absence to avoid delay.

LAS/es
Enclosures

W-11762
JCS/4



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 4, 2000

LOUIS A. SUPRASKI, ESQ.
SMITH & SUPRASKI
2450 N.E. MIAMI GARDENS DR., 2ND FLOOR
NORTH MIAMI BEACH, FL 33180

SUBJECT: SEAMAR INVESTMENTS
Ref. Number: W00000011762

We have received your document for SEAMAR INVESTMENTS and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of 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 (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 600A00024943

ARTICLES OF INCORPORATION

OF

SeaMar INVESTMENTS, INC.

FILED
00 MAY -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation, under Florida Statutes 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation is: **SeaMar INVESTMENTS, INC.** The principal place of business of this corporation shall be at **5934 Rodman Street, Hollywood, Florida 33023.**

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

EFFECTIVE DATE
05-01-00

The maximum number of shares of stock which this corporation is authorized to have at any one time is One Hundred (100) shares of common stock of Five (\$5.00) Dollars par value.

ARTICLE IV
CAPITALIZATION

The minimum amount of capital with which the corporation will commence is Five Hundred Dollars (\$500.00).

ARTICLE V
VOTING

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI
DIRECTOR(S)

The number of director(s) of the corporation shall be not less than two nor more than seven, as voted upon by the shareholders of the corporation.

The name and address of the members of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successor(s) are elected and have qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Sari Dromi	5934 Rodman Street Hollywood, Florida 33023

ARTICLE VII
DURATION

The corporation shall have a perpetual existence.

ARTICLE VIII
OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successor(s) are elected or appointed are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Sari Dromi	5934 Rodman Street Hollywood, Florida 33023	President/ Secretary

ARTICLE IX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X TRANSFER OF SHARES

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting the remaining shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholder shall be entitled to a right of second refusal as to the first shareholder's exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

ARTICLE XI INITIAL REGISTERED AGENT/OFFICE

The name and address of the initial registered agent of this corporation is Sari Dromi, 5934 Rodman Street, Hollywood, Florida 33023.

ARTICLE XII INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation is:

NAME

ADDRESS

Sari Dromi

5934 Rodman Street
Hollywood, Florida 33023


ARTICLE XIII INDEMNIFICATION

The incorporator, along with the officers and directors of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or

Expenses (including attorney's fees) incurred in defending any claim, action, suit or proceeding may be paid by the corporation in advance of the final disposition of such proceeding.

The Effective Date of this Corporation which is the date that the corporation's existence commences is May 1, 2000. Dated this 1st day of May, 2000.

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

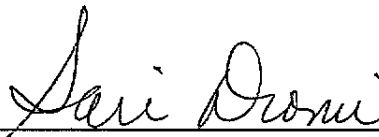

Notary Public, State of Florida

OFFICIAL NOTARY SEAL
ESTHER STARK
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC850089
MY COMMISSION EXP. JUNE 27, 2003

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM, PROCESS MAY BE SERVED**

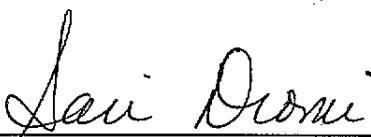
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT *Inc.* **SeaMar INVESTMENTS**, DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS LOCATED AT 5934 Rodman Street, Hollywood, Florida 33023.
HEREBY NAMES **SARI DROMI**, 5934 Rodman Street, Hollywood, Florida 33023.
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.



SARI DROMI

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.



SARI DROMI
REGISTERED AGENT
DATED: May 1, 2000