

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000049460

RLJ Marine Services  
Inc

800003257908--0  
-05/18/00--01089--026  
\*\*\*\*236.25 \*\*\*\*\*78.75

- Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

FILED  
DO MAY 18 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
DO MAY 18 PM 1:33  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

MAY 18 2000  
SMITH

Signature \_\_\_\_\_

Requested by: LS 5/18/00 1:15  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**RLJ MARINE SERVICES, INC.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name and initial address of this Corporation shall be: RLJ Marine Services, Inc., 214 Brazilian Avenue, Suite 210, Palm Beach, Florida 33480.

**ARTICLE II**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>NUMBER OF SHARES AUTHORIZED</u></b>	<b><u>PAR VALUE PER SHARE</u></b>	<b><u>CLASS OF STOCK</u></b>
1,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

**ARTICLE IV**

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

FILED  
00 MAY 18 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V**

The initial registered office of this Corporation shall be 214 Brazilian Avenue, Suite 210, Palm Beach, Florida, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Steven M. Selz.

**ARTICLE VI**

This Corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the stockholders.

**ARTICLE VII**

The name and address of the initial director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Richard L. Stark	2914 Biarritz Drive, Palm Beach Gardens, FL 33410

**ARTICLE VIII**

The name and address of the incorporator is: Steven M. Selz, 214 Brazilian Avenue, Suite 210, Palm Beach, FL 33480

**ARTICLE IX**

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the director(s) of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall

be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

### **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

### **ARTICLE XI**

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 17<sup>th</sup> day of May, 2000.

  
\_\_\_\_\_  
STEVEN M. SELZ

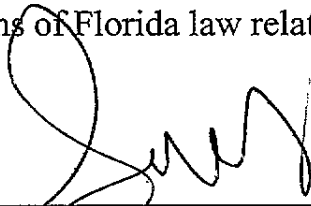
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of the State of Florida, the following is submitted:

First -- That RLJ Marine Services, Inc., desiring to organize under the laws of the State of Florida, has named Steven M. Selz as its statutory registered agent.

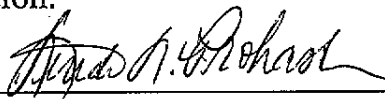
Having been named the statutory agent of the above Corporation at the place designated in the attached Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 17 day of MAY, 2000.

  
\_\_\_\_\_  
STEVEN M. SELZ,  
Registered Agent

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me on this 17<sup>th</sup> day of May, 2000, by STEVEN M. SELZ, as Incorporator of RLJ MARINE SERVICES, INC., on behalf of the Corporation and who is personally known to me or who provided \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires:

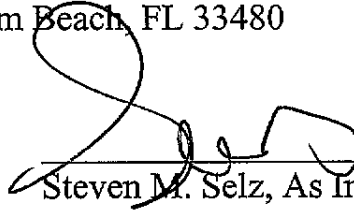


**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent, in the State of Florida.

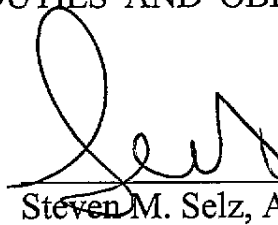
1. The name of the corporation is: RLJ MARINE SERVICES, INC.
2. The name and address of the registered agent and office is:

Steven M. Selz  
214 Brazilian Avenue  
Suite 210  
Palm Beach, FL 33480

  
\_\_\_\_\_  
Steven M. Selz, As Incorporator

5/10/00  
\_\_\_\_\_  
DATE

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 THAT CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 607.0501, FLORIDA STATUTES.

  
\_\_\_\_\_  
Steven M. Selz, As Registered Agent

5/12/00  
\_\_\_\_\_  
DATE

00 MAY 18 PM 3:34  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA