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Law Offices of

James W. O'Neill

2120 - 52nd STREET SOUTH
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James W. O'Neill

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*****78.75 *****78.75

July 28, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

IN RE: R.D. Shelley Marine Surveyors, Inc.

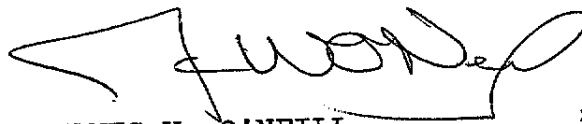
Dear Sir or Madam:

Enclosed please find Articles of Incorporation (for profit) and a copy, along with my check for \$78.75 representing \$70.00 filing fee and \$8.75 for certified copy.

It is my understanding that once this corporation is filed, you will mail the filed copy back to me.

Thank you in advance for your cooperation.

Sincerely,



JAMES W. O'NEILL
Attorney at Law

JWO:bb
Enclosures

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. D. SHELLEY MARINE SURVEYORS, INC.

The undersigned subscriber to the Articles of Incorporation is a natural person competent to contract and hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is R. D. SHELLEY MARINE SURVEYORS, INC.

ARTICLE II - NATURE OF BUSINESS

Water Craft evaluation and appraisal.

ARTICLE III - CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock having a no par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin its business is Five Hundred (\$500.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - REGISTERED ADDRESS AND REGISTERED AGENT

The initial address of the principal office of this corporation in the State of Florida is: 604 28th Avenue North, St. Petersburg, Florida 33704. The registered agent is James W. O'Neill, Esquire, 2120 52nd Street South, Gulfport, Florida 33707.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may increase from time to time by the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

NAME

ADDRESS

Richard D. Shelley

604 28th Avenue North
St. Petersburg, FL 33704

ARTICLE IX - INCORPORATIONS

The names and addresses of the incorporators of these Articles of Incorporation and the number of stock the incorporators agree to take are:

NAME

ADDRESS

SHARES

Richard D. Shelley

604 28th Avenue North
St. Petersburg, FL 33704


100%

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,

acknowledge and files the foregoing Articles of Incorporation under the laws of the State of Florida, this 25 day of July, ²⁰⁰⁰1999.


RICHARD D. SHELLEY

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that before me this day, personally appeared RICHARD D. SHELLEY, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledge before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 26th day of July, ²⁰⁰⁰1999.

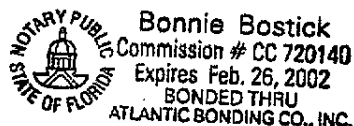

NOTARY PUBLIC
Print:

I.D. Produced:

Personally known
to me

This instrument prepared by:
JAMES W. O'NEILL, ESQUIRE
2120 52 Street South
Gulfport, FL 33707

My commission expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That, R. D. SHELLEY MARINE SURVEYORS, INC., having been

organized under the laws of the State of Florida with its principal office at 604 28th Avenue North, St. Petersburg, Florida 33704, as indicated in the Articles of Incorporation in the City of Gulfport, County of Pinellas, State of Florida, and has named JAMES W. O'NEILL, ESQUIRE, 2120 52nd Street South, Gulfport, Florida 33707, as its agent to accept service of process for the above named.

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept and agree to act in said capacity, and agree to comply with the provisions of said Act relative to keeping said office open.


JAMES W. O'NEILL, ESQUIRE
Registered Agent

This instrument prepared by:
JAMES W. O'NEILL, ESQUIRE
2120 52 Street South
Gulfport, Florida 33707
(727) 327-4586 SPN# 78069

FILED
00 AUG -2 AM 9:29
CLERK OF STATE
TALLAHASSEE, FLORIDA