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ACCOUNT NO. : 072100000032

REFERENCE : 806609 86972A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pigot

ORDER DATE : August 22, 2000

ORDER TIME : 2:25 PM

ORDER NO. : 806609-005

CUSTOMER NO: 86972A

800003367888--1

CUSTOMER: Lee B. Sayler, Esq
Lee B. Sayler, Pa

Sutie 702
1001 North U.S. Highway 1
Jupiter, FL 33477

DOMESTIC FILING

NAME: MARINE SYNDICATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 AUG 22 PM 3:30

RECEIVED
00 AUG 22 PM 3:14
DIVISION OF CORPORATION

g 8/23/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG 22 PM 3:30

ARTICLES OF INCORPORATION OF
MARINE SYNDICATES, INC.

ARTICLE ONE

The name of the corporation shall be MARINE SYNDICATES, INC.

ARTICLE TWO

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence shall be immediately upon the filing of the Articles of Incorporation with the Secretary of State, Division of Corporations.

ARTICLE THREE

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, voting common, and shall have a par value of Five Dollars (\$5.00) per share.

ARTICLE FIVE

The street address of the initial principal office of the corporation is 12 Mansion Hill Dr., West Trenton, NJ 08628.

The registered office of the corporation is 1201 Hays Street, Tallahassee, FL 32301. The name of the initial registered agent at such address is Corporation Service Company.

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is 1. The number of directors may change in accordance with the Bylaws. The names and addresses of the directors are:

HILLARY BANAS
P.O. Box 1321
Morrisville, PA 19067

ARTICLE SEVEN

The name and address of the incorporator is:

HILLARY BANAS
P.O. Box 1321
Morrisville, PA 19067

ARTICLE EIGHT

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceedings or any settlement of any proceeding to which he may be a party or any which he may become involved by reason of his being or having been a director or officer of the corporation, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE NINE

Each stockholder of the corporation shall have the right

to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

(a) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

(b) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for the purchase from the corporation any shares of its stock of any class or classes.

17 Executed by the undersigned at Jupiter, Florida, on the day of July, 2000.

Hillary Banas
HILLARY BANAS

STATE OF Pennsylvania
COUNTY OF Bucks

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, HILLARY BANAS to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me, that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of July, 2000.

Carol A. Marchione
NOTARY PUBLIC
My Commission Expires

NOTARIAL SEAL
CAROL A. MARCHIONE, Notary Public
Langhorne, Bucks County
My Commission Expires Jan. 5, 2004

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the foregoing designation as Registered Agent and further state that I am familiar with and accept the

obligations provided for in Chapter 607 of the Florida Statutes.

Executed this 22nd day of August, 2000.

CORPORATION SERVICE COMPANY

By 

BRIAN COURTNEY, ASST. V.P.

FILED STATE
SECRETARY OF CORPORATIONS
00 AUG 22 PM 3:30