

PO0000095112



ACCOUNT NO. : 072100000032

REFERENCE : 856012 4719899

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 78.75

00 OCT -6 PM 2:45

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : October 6, 2000

ORDER TIME : 12:30 PM

ORDER NO. : 856012-005

CUSTOMER NO: 4719899

CUSTOMER: Gary M. Freedman, Esq
Tabas Freedman Orshan &
Soloff, P.a.
Suite 919
25 South East 2nd Avenue
Miami, FL 33131-1538

500003417295--2

DOMESTIC FILING

NAME: ANATALYA INTERNATIONAL
LIMITED, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165
EXAMINER'S INITIALS:

2557-611

W000-24338

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

00 OCT -6 PM 1:00

RECEIVED

g 10/6/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 OCT -6 PM 2:45

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 6, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT
Please give original
submission date as file date.

SUBJECT: ANATALYA INTERNATIONAL LIMITED, INC.
Ref. Number: W00000024338

We have received your document for ANATALYA INTERNATIONAL LIMITED, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 500A00053112

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 OCT -6 PM 2:45

ARTICLES OF INCORPORATION
OF
ANATALYA INTERNATIONAL LIMITED, INC.

ARTICLE I - NAME

The name of the corporation is Anatalya International Limited, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office of Anatalya International Limited, Inc., shall be 2744 N.W. 112th Avenue, Miami, Florida 33172.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the business of purchasing and selling marine vessels and any other purpose authorized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may

be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the director of this corporation are:

Joseph W. Rares
President/Treasurer/Director
2744 N.W. 112th Avenue
Miami, Florida 33172

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the Initial Registered Agent is Gary M. Freedman, Esquire, whose street address is c/o Tabas, Freedman & Soloff, P.A., 25 S.E. 2nd Avenue, Suite 919, Miami, Florida 33130.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Joseph W. Rares
President/Treasurer/Director
2744 N.W. 112th Avenue
Miami, Florida 33172

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI - INDEMNIFICATION

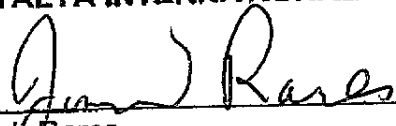
The corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by the law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of October, 2000.

ANATALYA INTERNATIONAL LIMITED, INC.



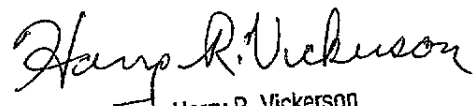
Joseph Rares
Incorporator

STATE OF MAINE)

COUNTY OF HANCOCK)

ss:

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Joseph RARES, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.



Harry R. Vickerson
Notary Public
My Commission Expires July 12, 2004


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

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

First, that **ANATALYA INTERNATIONAL LIMITED, INC.**, desiring to organize
under the laws of the State of Florida with its principal offices as indicated in the Articles
of Incorporation at City of Miami, Miami-Dade County, Florida, has named Gary M.
Freedman, Esquire, located at c/o Tabas, Freedman & Soloff, P.A., 25 S.E. 2nd Avenue,
Suite 919, Miami, Florida 33131, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


GARY M. FREEDMAN, ESQUIRE
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -6 PM 2:45