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December 11, 2000

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VIA FEDERAL EXPRESS

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

800003497968--4
-12/12/00--01115--002
*****75.00 *****70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 16 AM 11:38

Re: **Articles of Incorporation for
Marine Investment Corporation**

Dear Sir or Madam:

Enclosed herewith are an original and one copy of Articles of Incorporation of subject proposed corporation. Please return a stamped copy of the articles to the undersigned. Our check made payable to you in the sum of \$75.00 is also enclosed.

This corporation will commence business upon the issuance of the Certificate of Incorporation. Therefore, we would appreciate your office processing the charter immediately. If for any reason, a charter cannot be issued for the proposed corporation, please contact the undersigned immediately.

Sincerely,



Michelle Mottola
Legal Assistant to Ira Libanoff, Esq.

Enclosures

W-29514
12-18
1/16/01



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN 16 AM 11:38

ACCOUNT NO. : 072100000032

REFERENCE : 964808 85328B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 15, 2001

ORDER TIME : 10:19 AM

ORDER NO. : 964808-005

CUSTOMER NO: 85328B

CUSTOMER: Ms. Michelle Mottola
Ferencik Libanoff Brandt And
Bustamante
Suite 400
150 South Pine Island Road
Ft. Lauderdale, FL 33324

DOMESTIC FILING

NAME: MARINE HOLDING INVESTMENT
CORPORATION

EFFECTIVE DATE:

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

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Denise Mick - EXT. 1150

EXAMINER'S INITIALS:

RECEIVED
01 JAN 16 AM 9:39
DIVISION OF CORPORATIONS



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN 16 AM 11:38

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 18, 2000

~~MICHELLE MOTTOLA~~
~~150 S. PINE ISLAND RD., #400~~
~~FT. LAUDERDALE, FL 33324~~

CSC

SUBJECT: MARINE INVESTMENT CORPORATION
Ref. Number: W00000029514

holding

We have received your document for MARINE INVESTMENT CORPORATION and your check(s) totaling \$75.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6929.

Joey Bryan
Document Specialist

Letter Number: 600A00063328

Please change name to Marine Holding Investment Corp.

ARTICLES OF INCORPORATION

OF

MARINE HOLDING INVESTMENT CORPORATION

ARTICLE I

CORPORATE NAME

The name and mailing address of this Corporation shall be:

*Marine Holding Investment Corporation.
150 South Pine Island Road
Suite 400
Plantation, Florida 33324*

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of 1,000 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND DESIGNATION OF REGISTERED AGENT

The Corporation's initial registered agent and office for the purpose of complying with Florida law shall be:

Ira L. Libanoff, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN 16 AM 11:38

and the registered post office address is:

01 JAN 16 AM 11:38

150 South Pine Island Road, Plantation, Florida 33324

to accept service of process within the State.

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION



Ira L. Libanoff, Esq.

ARTICLE V

INCORPORATORS

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows:

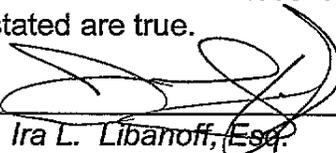
*Ira L. Libanoff, Esq.
150 South Pine Island Road
Suite 400
Plantation, FL 33324*

ARTICLE VI

COMMENCEMENT

Corporate existence will commence upon issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATORS, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring that the facts herein stated are true.



Ira L. Libanoff, Esq.