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RUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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OFFICE USE ONLY

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ARTICLES OF INCORPORATION OF SOUTHEAST MARINE SERVICES CORP.

WE, the undersigned, do hereby associate ourselves together and subscribe to these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida, and subject to the following provisions:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this corporation is SOUTHEAST MARINE SERVICES CORP., and it's principal office address is 2051 N.W. 11TH STREET, MIAMI, FL 33125. Other offices for the transaction of business may be located wherever the directors may deem necessary or expedient.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of The United States and of the State of Florida.

ARTICLE IV - INITIAL CAPITAL

This Corporation shall begin business with a minimum capital in the amount of \$ 500.00, evidenced by an issue of 500 shares of stock with a \$ 1.00 par value.

SOUTHEAST MARINE SERVICES CORP.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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 - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this corporation is JUAN ERNESTO SEPULVEDA DIEZ, 2051 N.W. 11th Street, Miami, 33125.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 Directors(s) constituting the initial Board of Directors, who shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

<u>N</u>AME

ADDRESS

CARLOS ARMAS

Corporate Address

JUAN ERNESTO

SEPULVEDA DIEZ

Corporate Address

JULIO LUIS NARANJO Corporate Address

ARTICLE VIII - INCORPORATORS

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

SOUTHEAST MARINE SERVICES CORP.

<u>NAME</u>

ADDRESS

CARLOS ARMAS

Corporate Address

JUAN ERNESTO

SEPULVEDA DIEZ

Corporate Address

JULIO LUIS NARANJO Corporate Address

ARTICLE IX - INDEMNIFICATION

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

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 as Stockholders meeting by majority of the stock entitled to vote thereon, unless all the Directors and Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1/5 Eebruary, 2001.

CARLOS

JUAN ERNESTO SEPULVEDA DIEZ

JULIO LUIS NARANJO

SOUTHEAST MARINE SERVICES CORP.

STATE OF FLORIDA COUNTY OF Miami-DADE

Before me, a Notary Public authorized to take acknowledgements in the state and County set forth above, personally appeared CARLOS ARMAS, JUAN ERNESTO SEPULVEDA DIEZ AND JULIO LUIS NARANJO, known to be or having produced the following Identification AGS-W-68-349-0 SHU 435-W 287-0 and known by me personally to be the persons who executed the forgoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation

before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15 day feb of February, 2001.

My commission Expires: ∕0axh/No oath taken Notary Public, State of Florida at Large

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT SOUTHEAST MARINE SERVICES CORP., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HOMESTEAD, STATE OF FL HAS NAMED JUAN ERNESTO SEPULVEDA DIEZ LOCATED AT 2051 N.W. 11th Street, Miami, FL 33125 STATE OF Florida, AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN FLORIDA.

SIGNATURE CARLOS ARMAS

TITLE <u>Director</u>

DATE 2-15-200

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 THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE

JUAN ERNESTO SEPULVEDA DIEZ

Registered Agent

01 FEB 16 PM 2: 20 SECRETARY OF STATE ALLAHASSEE FLORIDA