

FROM

Division of Corporations

(THU) 6. 28' 01 16:22/ST. 16:17/NO. 4863333052.P 1

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

HydroCat Marine, Inc.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION
OF
HYDROCAT MARINE, INC.

THE UNDERSIGNED, acting as the sole Incorporator of HydroCat Marine, Inc., (the "Corporation") under the Florida Business Corporation Act, Chapter 607, Florida Statutes, as hereafter amended and modified (the "FBCA"), hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I
Name

The name of the Corporation is: HydroCat Marine, Inc.

ARTICLE II
Principal Office

The address of the principal office of the Corporation is 5700 Memorial Highway, Suite 114, Tampa, Florida 33615.

ARTICLE III
Shares

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of capital stock, par value \$.001 per share, which shall be designated "Common Shares" and all of which shall have the same rights and privileges.

ARTICLE IV
Initial Directors

The number of Directors constituting the initial Board of Directors of the Corporation is one (1), which may be increased or decreased from time to time in the manner provided for in the bylaws, but in no event shall be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the Corporation or until such successor Directors are elected and shall qualify is as follows:

Steven Norton
5700 Memorial Highway, Suite 114
Tampa, Florida 33615

Steven W. Vazquez, Esquire
Florida Bar # 0003042
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone: (813) 229-2300

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ARTICLE V
Initial Registered Office and Agent

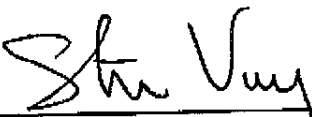
The address of the initial registered office of the Corporation is 200 Laura Street North, Third Floor, Jacksonville, Florida 32202, and the Registered Agent at such address is F & L Corp.

ARTICLE VI
Incorporator

The name and address of the sole Incorporator of the Corporation is as follows:

Steven W. Vazquez, Esquire
Foley & Lardner
100 North Tampa Street, Suite 2700
Tampa, Florida 33602

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator as of the 28th day of June, 2001.



Steven W. Vazquez, Incorporator

Steven W. Vazquez, Esquire
Florida Bar # 0003042
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone: (813) 229-2300

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**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Incorporation as the initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of HydroCat Marine, Inc.

DATED: Effective this 28th day of June, 2001.

F & L CORP.



Martin A. Traber, Esquire

Title: Vice President

100 N. Tampa Street, Suite 2700

Tampa, Florida 33602

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