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AFFORDABLE PARALEGAL SERVICES

FILED
OCT - 1 PM 1:22
TALLAHASSEE, FLORIDA

September 28, 2001

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

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-10/01/01--01024-009
*****78.75 *****78.75

RE: TOM'S MOBILE MARINE, INC.

To Whom It May Concern:

Enclosed are an original and one (1) copy of the Articles of Incorporation for Tom's Mobile Marine, Inc. Please file the original and return a certified copy to the undersigned at the address below.

Also enclosed is check #4244 in the amount of \$78.75.

On September 28, 2001, the name availability was checked for Tom's Mobile Marine, Inc. and was confirmed as being available. Please apply the check for \$78.75 for this name.

Sincerely,



Leslie Pittman

817 DIXON BLVD., STE. 2A, COCOA, FL 32922
PHONE: (321) 636-0021 FAX: (321) 631-3117

D. BROWN OCT - 3 2001

**ARTICLES OF INCORPORATION
OF
TOM'S MOBILE MARINE, INC.**

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CLERK OF DISTRICT COURT
MELBOURNE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be **TOM'S MOBILE MARINE, INC.**

ARTICLE TWO: DURATION: The term of existence of the corporation shall be perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. **TOM'S MOBILE MARINE, INC.** may also own, buy and sell parts or all of other businesses, real estate and investments; conduct research; develop equipment; design, construct, own, sell and lease equipment; and hold patents. **TOM'S MOBILE MARINE, INC.** may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is 100 shares, all of which shall be common shares with no par value.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 4880 Cangro Street, Cocoa, Florida 32926, and the name of the Registered Agent is **TOM PAYNE**.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than one (1) and no more than four (4) members. The name and address of the initial Board of Directors is:

Tom Payne – President
4880 Cangro Street
Cocoa, Florida 32926

Dave Martin
1040 Noreen Boulevard
Rockledge, Florida 32955

ARTICLE SEVEN: INCORPORATOR(S): The incorporator of the corporation and the subscriber to these Articles of Incorporation are:

Tom Payne
4880 Cangro Street
Cocoa, Florida 32926

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 4880 Cangro Street, Cocoa, Florida 32926 and the mailing address is the same.

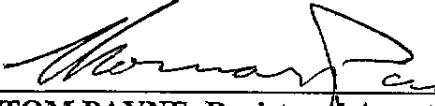
DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

TOM'S MOBILE MARINE, INC., a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designates **TOM PAYNE**, whose address is 4880 Cangro Street, Cocoa, Florida 32926, as its Registered Agent and Registered Office for the service of process as required by law.

ACCEPTANCE

I, **TOM PAYNE**, of 4880 Cangro Street, Cocoa, Florida 32926, having been named in the foregoing Designation of Registered Agent by **TOM'S MOBILE MARINE, INC.**, a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.

DATED this 28 day of Sept, 2001.


TOM PAYNE, Registered Agent

DATED this 28 day of Sept, 2001.


TOM PAYNE, Incorporator

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TOM'S MOBILE MARINE, INC.
STATE OF FLORIDA