

PO1000112736
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
01 NOV 26 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Titanic Holdings Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700004693467--8
11/26/01--01067--013
*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Kevin Rusk
Name (Printed or typed)

2431 Trapo Avenue
Address

Coconut Grove FL 33133
City, State & Zip

305-668-1742 305-285-8888
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PS
11/28/01 -

FILED

01 NOV 26 PM 12:51

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR TITANIC HOLDINGS, INC.

The undersigned subscriber to these Articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be TITANIC HOLDINGS, INC.

ARTICLE II PRINCIPAL OFFICE

The street address and mailing address of the initial registered office of the corporation shall be 2431 TRAPP AVENUE, COCONUT GROVE, FL 33133.

ARTICLE III PURPOSE

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V INITIAL OFFICERS / DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:
Kevin D. Rusk, 2431 Trapp Avenue, Coconut Grove, FL 33133
As President, Vice-president, Treasurer and Secretary

ARTICLE VI REGISTERED AGENT

The name and Florida address of the Registered Agent is
Kevin D. Rusk, 2431 Trapp Avenue, Coconut Grove, FL 33133

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is Kevin D. Rusk,
2431 Trapp Avenue, Coconut Grove, FL 33133

ARTICLE VIII TERM OF EXISTENCE

This corporation shall exist perpetually.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Registered Agent

11/10/01

Date



Signature of Incorporator

11/10/01

Date

The foregoing instrument was executed and acknowledged before me this 6th day of November 5, 2001, by Kevin D. Rusk.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 26 PM 12:51

FILED