

**Florida Department of State**  
Division of Corporations  
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**To:**  
Division of Corporations  
Fax Number : (850) 205-0381

**From:**  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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TALLAHASSEE FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**searu corp.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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(5)

ARTICLES OF INCORPORATION  
OF  
SEARU CORP.

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida  
General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

**SEARU CORP.**

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall  
commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is  
ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each  
share.

MARCO DE LA CAL, ESQUIRE  
Florida Bar No. 314587  
999 Ponce de Leon Boulevard  
Suite 720  
Coral Gables, FL 33134  
Ph: (305) 444-3800.

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TALLAHASSEE FL 32399

**ARTICLE V**

The street address of this corporation's initial registered office is:

**3971 Poinciana Close Road  
Miami, Florida 33133**

and the name of its initial Registered Agent at such address is:

**JAMES E. RUSSO**

**ARTICLE VI**

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as member thereof are as follows:

**JAMES E. RUSSO  
3971 Poinciana Close Road  
Miami, Florida 33133**

**ARTICLE VII**

The principal office and/or mailing address of the Corporation are as follows:

**3971 Poinciana Close Road  
Miami, Florida 33133**

**ARTICLE VIII**

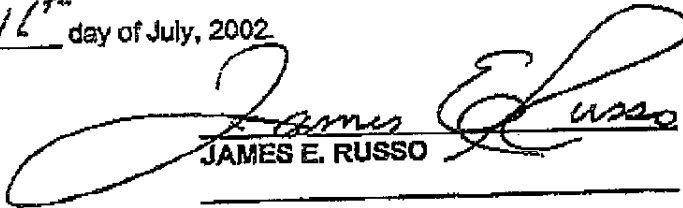
The name and address of this corporation's incorporator are as follows:

**JAMES E. RUSSO  
3971 Poinciana Close Road  
Miami, Florida 33133**

**ARTICLE IX**

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 at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this 16<sup>th</sup> day of July, 2002

  
JAMES E. RUSSO

STATE OF FLORIDA     )  
                                  ) S.S.  
COUNTY OF MIAMI-DADE)

WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, **JAMES E. RUSSO**, well known to be the person described in the foregoing Articles of Incorporation of **SEARU CORP.**, and executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Coral Gables, Miami-Dade County, Florida, on this 16<sup>th</sup> day of July, 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



Marco De La Cal  
MY COMMISSION # CC835622 EXPIRES  
July 1, 2003  
BONDED THRU TROY FAIR INSURANCE, INC

### RESIDENT AGENT CERTIFICATE

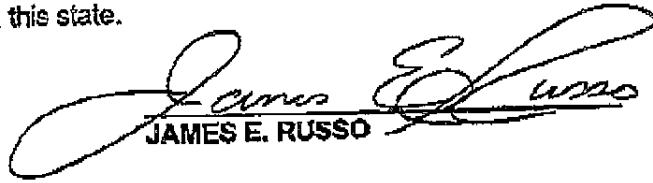
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **SEARU CORP.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Miami-Dade County, Florida.

TOTAL P.05

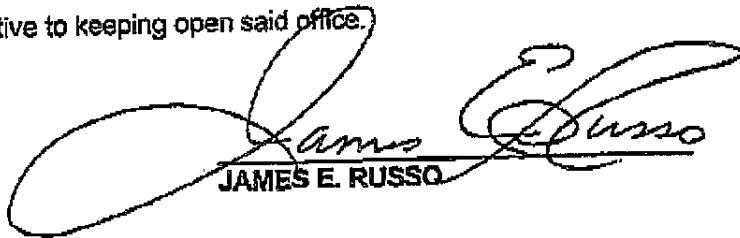
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has named JAMES E. RUSSO, at 3971 Poinclana Close Road, Miami, Florida 33133, as its agent to accept service of process within this state.

  
JAMES E. RUSSO

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
JAMES E. RUSSO

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