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BORGERSEN, LOW, & ASSOCIATES, P.A.

ATTORNEYS AND COUNSELORS AT LAW

2530 WEST BAY DRIVE
LARGO, FLORIDA 33770

WILLIAM C. BORGERSEN, ESQUIRE
JAMES J. LOW, III, ESQUIRE
OF COUNSEL

September 4, 2002

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FACSIMILE: (727) 586-3252
E-MAIL: blaps@hotmail.com

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: Aquaseas, Inc.

AQUASEAS ENTERPRISES, INC.

Dear Sir/Madam:

Enclosed are Articles of Incorporation of ~~Aquaseas, Inc.~~ in duplicate, together with Designation and Acceptance of Registered Agent.

Also enclosed is check No. 5625 in the amount of \$70.00 to cover the filing fee.

Sincerely,



William C. Borgersen, Esquire

WCB/ns
Enclosures:

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
AQUASEAS ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is AQUASEAS ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are Post Office 819, Largo, Florida 33779.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares, with a par value of one dollar (\$1.00) each.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

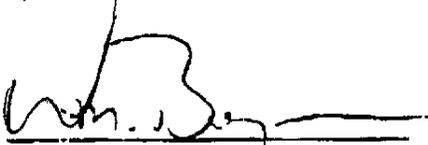
ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

ARTICLE VI. AMENDMENT OF ARTICLES OF INCORPORATION.

These articles shall be modified, amended or repealed only by a super majority vote of the stockholders in favor of the amendment.

The undersigned incorporator has executed these articles of incorporation on September 4, 2002.


William C. Borgersen, Esquire
Incorporator

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.050, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is AQUASEAS ENTERPRISES, INC.
2. The name of the registered agent is William C. Borgersen, Esquire.
3. The address of the registered agent/registered office is 2530 West Bay Drive, Largo, Florida 33770.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


William C. Borgersen, Esquire

September 4, 2002

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