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SECRETARY OF STATE DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

COMPASS MARINE CONSTRUCTION INC.

Certificate of Status	1
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

COMPASS MARINE CONSTRUCTION INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

COMPASS MARINE CONSTRUCTION INC.

7712 Gilchrist Ave Panama City, FL 32404 DIVISION OF CORPORATIONS
OF JAN -7 PH 12: 03

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 Shares at \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS The name and address of the initial registered agent is:

Kevin D. Raffield 7712 Gilchrist Ave Panama City, FL 32404

Prepared By: Bruce B. Hubbard 77 East John St. Hicksville, New York 11801 1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S).

The name(s) and street address(cs) and title(s) to these Articles of Incorporation is(are):

Kevin D. Raffield - President 7712 Gilchrist Ave Panama City, FL 32404

· ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Kevin D. Raffield 7712 Gilchrist Ave Panama City, FL 32404

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

Kevin D Raffield - Signature

6th

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is COMPASS MARINE CONSTRUCTION INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

2. The name and address of the	registered agent and office is:	10
	Kevin D. Raffield	SECRE JIVISION 04 JAN
	Name	OF C
	7712 Gilchrist Ave	1
	(R.O. Box or Mail Drop Box NOT Acceptable)	STAT ORAT
	Panama City, FL 32404 (City / State / Zip)	O3

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Kevin D. Raffield SIGNATURE January 6, 2004

(Date)