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FREDERICK C. BRAUN, P.A.

Attorney and Counselor at Law 950 North Federal Highway, Suite 108 Pompano Beach, Florida 33062

Phone (954) 942 - 2246

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

December 10, 2004

Re: Filing Articles of Incorporation for U.S.A. DOCKMASTERS, INC.

Dear Sirs or Madames:

Please find enclosed herewith the original Articles of Incorporation for U.S.A. DOCKMASTERS, INC. I have also enclosed a money order in the amount of \$78.75 to cover the required State of Florida filing fees. Please return the appropriate copies of the filed Articles at your earliest convenience.

Thank you for your assistance in this matter. If you need anything further, or if you have any questions or comments in connection with this request, please do not he sitate to call on me.

Very truly yours,

Frederick C. Bradn, Esq.

FCB/rw enclosures

ARTICLES OF INCORPORATION OF

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U.S.A. DOCKMASTERS, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is U.S.A. DOCKMASTERS, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 2621 NE 6th Street, Pompano Beach, Florida 33062.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is **ONE HUNDRED** (100), at an initial par value of **one-dollar** (\$1.00)dollar per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are FREDERICK C. BRAUN, ESQ., 950 North Federal Highway, Suite 100, Pompano Beach, Florida 33062.

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name

Address

Michael C. Gerlach

2621 NE 6th Street, Pompano Beach, Florida 33062

ARTICLE VL FIRST BOARD OF DIRECTORS

The following person(s) shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

Name

Address

Michael C. Gerlach

2621 NE 6th Street, Pompano Beach, Florida 33062

ARTICLE VIL PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on December 10, 2004.

Incorporator

Whichael C. Gerlach

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First, that U.S.A DOCKMASTERS, INC. desiring to organize or qualify under the laws of the State of Florida, has named Frederick C. Braun, Esq., located at 950 North Federal Highway, Suite 100, Pompano Beach, Florida 33062, as its agent to accept service of process within Florida.

Dated: December 16, 2004.

Michael C. Gerlach

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: December 10 2004.

Frederick C. Braun, Esq.

Registered Agent

TALLAHASSEE, FLORID