



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 30, 2004

BLUMBERG/EXCELSIOR CORPORATE SERVICES

SUBJECT: SEACOR CAPITAL INC.
REF: W04000047587

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

FAX Aud. #: H04000255356
Letter Number: 804A00072187

04 DEC 30 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

SEACOR CAPITAL INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

1 EAST BROWARD BOULEVARD, SUITE 700
FT. LAUDERDALE, FL 33301**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Any lawful purpose or purposes.

ARTICLE IV SHARES

The number of shares of stock is:

1,000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

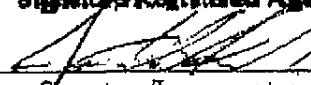
List name(s), address(es) and specific title(s):

STEPHEN SCHAEFFER, SECRETARY
C/O SEACOR CAPITAL INC.
1 EAST BROWARD BOULEVARD, SUITE 700
FORT LAUDERDALE, FL 33301**ARTICLE VI REGISTERED AGENT**The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:STEPHEN SCHAEFFER, SECRETARY
C/O SEACOR CAPITAL INC.
1 EAST BROWARD BOULEVARD, SUITE 700
FORT LAUDERDALE, FL 33301**ARTICLE VII INCORPORATOR**The name and address of the Incorporator is:Justin T. Reed, c/o BlumbergExcelsior
62 White Street, 2nd Floor
New York, NY 10013

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/Registered Agent



Signature/Incorporator

12/21/04

Date12/27/04

Date