

**Electronic Articles of Incorporation
For**

P06000130324
FILED
October 12, 2006
Sec. Of State
tburch

TALK OFFSHORE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TALK OFFSHORE, INC.

Article II

The principal place of business address:

708 E TARPON AVE
SUITE 32
TARPON SPRINGS, FL. 34689

The mailing address of the corporation is:

708 E TARPON AVE
SUITE 32
TARPON SPRINGS, FL. 34689

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

ANDREW L CORN
708 E TARPON AVE
SUITE 32
TARPON SPRINGS, FL. 34689

I certify that I am familiar with and accept the responsibilities of registered agent.

P06000130324
FILED
October 12, 2006
Sec. Of State
tburch

Registered Agent Signature: ANDREW CORN

Article VI

The name and address of the incorporator is:

ANDREW CORN
708 E TARPON AVE
SUITE 32
TARPON SPRINGS, FL 34689

Incorporator Signature: ANDREW CORN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ANDREW L CORN
708 E TARPON AVE, SUITE 32
TARPON SPRINGS, FL. 34689

Title: VP
MARTIN SANBORN
708 E TARPON AVE, SUITE 32
TARPON SPRINGS, FL. 34689

Article VIII

The effective date for this corporation shall be:

10/15/2006