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## FLORIDA PROFIT/NON PROFIT CORPORATION

Key West Ship Service, Inc.

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March 30, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

LAMONT NEIMAN INTERIAN & BELLET PA

SUBJECT: KEY WEST SHIP SERVICES, INC.  
REF: W11000017985

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.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H11000080902  
Letter Number: 211A00007689

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**ARTICLES OF INCORPORATION  
OF  
KEY WEST SHIP SERVICES, INC.  
a Florida Corporation**

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**KEY WEST SHIP SERVICES, INC.**

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 800 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

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**ARTICLE V  
EXISTENCE**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: LAMONT NEIMAN INTERIAN & BELLET, P.A.

INITIAL REGISTERED OFFICE: New World Tower  
Suite 801  
100 N. Biscayne Boulevard  
Miami, Florida 33132

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

LAMONT NEIMAN INTERIAN & BELLET, P.A.

By:

Robert S. Lamont  
Robert S. Lamont, Esq.  
President

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**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The number(s) of Directors constituting the initial Board of Directors of the Corporation is three (3). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

**ARTICLE VIII  
INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Robert W. Maguire  
Director / President

Robert C. Fitzsimmons  
Director / Secretary

Michael J. McGraw  
Director / Treasurer

**ARTICLE IX  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

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**ARTICLE X  
PRINCIPAL OFFICE**

The principal office of the corporation is:

28 Aster Terrace  
Key West, Florida 33040

**ARTICLE XI  
MAILING ADDRESS**

The mailing address of the corporation is:

P.O. Box 4132  
Key West, Florida 33041-4132

**ARTICLES XII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII  
INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation is:

Robert W. Maguire  
P.O. Box 998  
Key West, Florida 33041


**ARTICLE XIV  
AMENDMENT OF ARTICLES**

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

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IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of  
Incorporation this 28 day of MARCH, 2011.

  
Robert W. Maguire  
Incorporator

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