

LAW OFFICE OF
KENNETH R. DUBOFF, P.A.

P9500000 3316

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

10920 BISCAYNE BOULEVARD
MIAMI, FLORIDA 3316
TEL (305) 899-0085
FAX (305) 899-0091

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 11 AM 11:26

Re: R & S MARINE SERVICES, NC.

February 3, 1994
200001376512
-01/11/95--01091--017
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation of Resident Agent for the above-captioned new corporation.

We would appreciate your filing the Articles with your Department and forwarding a certified copy of the Articles of Incorporation together with the Corporate Charter to the undersigned.

Also, enclosed please find our law office check in the amount of \$122.50, payable to the Secretary of State, representing payment for Capital Stock Tax, Filing Fee, Certified Copy of the Articles of Incorporation and Registered Agent Filing Fee.

Thank you for your anticipated prompt attention to this matter.

Very truly yours,


KENNETH R. DUBOFF
KRD/DRK

enclosures



ARTICLES OF INCORPORATION
OF
R & S MARINE SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 11 AM 11:26

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

R & S MARINE SERVICES, INC.

The address of the initial principal office of this corporation shall be:

10920 Biscayne Boulevard, Miami, Florida 33161

and the mailing address of the corporation shall be the same.

ARTICLE II
DURATION OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE III
GENERAL PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is *100 shares of common stock* having *\$1.00 par value* per share.

ARTICLE V
INITIAL REGISTERED OFFICE & RESIDENT AGENT

The street address of the initial registered office of the corporation is *10920 Biscayne Boulevard, Miami, Florida 33161*, and the name of the initial registered agent at that address is *KENNETH R. DUBOFF*.

ARTICLE VI INITIAL DIRECTOR

This corporation shall have one director initially. The name and street addresses of the initial director who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

SUSAN ARCH
1208 W. Newport Center Drive #200
Deerfield Beach, Florida 33442

ARTICLE VII

INITIAL OFFICER

The name and street address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

SUSAN ARCH - President and sole officer
1208 W. Newport Center Drive #200
Deerfield Beach, Florida 33442

ARTICLE VIII
INCORPORATOR OF CORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

SUSAN ARCH
1208 W. Newport Center Drive #200
Deerfield Beach, Florida 33442

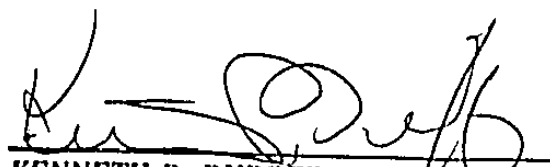
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this corporation has executed these Articles of Incorporation this 4th day of JANUARY, 1995.

Susan Arch
SUSAN ARCH, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance of Registered Agent for the above corporation on this 4th day of JANUARY, 1995.


KENNETH R. DUBOFF, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 11 AM 11:26