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LAW OFFICES OF
GRAZI, GIANINO & COHEN, P. A.
211 EAST OCEAN BOULEVARD
POST OFFICE DRAWER 2846
STUART, FLORIDA 34995

LEIF J. GRAZI
PETER T. GIANINO
MARC B. COHEN
CRAIG T. KELLEY
MAARIE A. NOEL

TELEPHONE
(407) 286-0200
FAX #
(407) 286-4789

February 15, 1995

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE

2-14-95

RE: SEABREEZE ENERGY CORPORATION, INC.

✓
JUN 14 1995
08:00 PM
TALLAHASSEE

FILED
1995 FEB 20 AM 8
SECRETARY OF STATE
TALLAHASSEE

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Incorporation and Designation of Registered Agent for the above-named corporation.

In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Certification	\$ 52.50
Filing fee	20.00
Registered Agent	20.00
Certified Copy	30.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to my office.

Your prompt attention to this matter would be appreciated.

Sincerely,

Leif J. Grazi

Leif J. Grazi
LJG/kad
Enc.

ARTICLES OF INCORPORATION.
OF
SEABREEZE ENERGY CORPORATION, INC.

FILED
1955 FEB 20 PM 8 52
SECRET

ARTICLE I. CORPORATE NAME.

The name of this corporation is: SEABREEZE ENERGY CORPORATION, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 5000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon execution of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

JOHN A. FILINGERI
285 St. James Drive
Port St. Lucie, FL 34953

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

The principal place of business and address is:

285 St. James Drive
Port St. Lucie, Florida 34953

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The name and address of the initial director of this Corporation and their street addresses is:

JOHN A. FILINGERI
285 St. James Drive
Port St. Lucie, FL 34953

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

JOHN A. FILINGERI
15020 SW 153rd Street
Miami, Florida 33187

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 14, 1995.

John A. Filingeri
Incorporator

STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized to administer and take acknowledgments, personally appeared JOHN A. FILINGERI, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person: personally known, and that an oath (was) (was not) taken.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of February, 1995.

Kelly A. Demaria
Notary Public

Kelly A. Demaria
My Commission Expires:

KELLY A. DEMARIA
COMMISSION # CC376570 EXPIRES
August 19, 1997
THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO the provisions of Section 607.0601, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is SEABREEZE ENERGY CORPORATION, INC.

2. The name and address of the registered agent and office is:
JOHN A. FILINGERI, 285 St. James Drive, Port St. Lucie, Florida.


SEABREEZE ENERGY CORPORATION, INC.

By



John A. Filingeri
Registered Agent

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



John A. Filingeri