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FILED  
MAR 10 1995  
U.S. DEPT. OF JUSTICE  
FEDERAL BUREAU OF INVESTIGATION  
TALLAHASSEE, FLORIDA

March 10, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RECEIVED  
MAR 10 1995  
U.S. DEPT. OF JUSTICE  
FEDERAL BUREAU OF INVESTIGATION  
TALLAHASSEE, FLORIDA

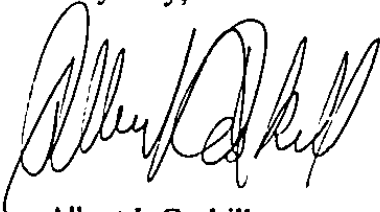
Re: Submariner Group Ltd., Inc.

Dear Sir/Madam:

Enclosed herein you will find the following items to open a new corporation in the above name:

1. two copies of the Articles of Incorporation.
2. a check in the amount of seventy dollars (\$70.00).
3. a self addressed stamped envelope for your convenience in returning the approved Articles.

Very truly,



Albert I. Caskill

Enclosures

AIC:aab

**ARTICLES OF INCORPORATION  
OF  
SUBMARINER GROUP LTD., INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is SUBMARINER GROUP LTD., INC., and the mailing address is 103100 Overseas Highway, Key Largo, Florida 33037.

**ARTICLE II  
DURATION**

The duration of the corporation is perpetual.

**ARTICLE III  
PURPOSES**

The general purposes for which the corporation is organized are:

To transact all lawful business for which the corporation may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

**ARTICLE IV  
NUMBER OF SHARES**

The aggregate number of shares which the corporation is authorized to issue is 1000. Shares shall be of a single class, and shall have a par value of One Dollar (\$1.00).

**ARTICLE V**

The power to adopt, amend or repeal bylaws shall be vested in the board of directors and shareholders. The board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed, by the board of directors.

**ARTICLE VI**

The street address of the initial registered office of the corporation is 103100 Overseas Highway, Key Largo, Florida 33037, and the name of its resident agent is ALAN G. BEATIE.

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KEY LARGO, FLORIDA

**ARTICLE VII  
NUMBER OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is one or more. The names and addresses of the initial directors are:

ALAN G. BEATTIE  
103100 Overseas Highway  
Key Largo, Florida 33037

**ARTICLE VIII**

The names and addresses of the incorporators are:

ALAN G. BEATTIE  
103100 Overseas Highway  
Key Largo, Florida 33037

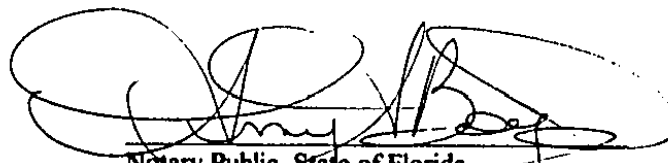
EXECUTED AT Monroe County, Florida, this 16<sup>th</sup> day of March, 1995.

  
ALAN G. BEATTIE

**STATE OF FLORIDA  
COUNTY OF MONROE**

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of March, 1995, by ALAN G. BEATTIE, who is personally known to me or who has produced his drivers license as identification and who did not take an oath, and who acknowledged before me that he executed the foregoing Certificate of Incorporation as his free act and deed and for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first written above.

  
Notary Public, State of Florida

My commission expires:



AMY A. BOYD  
MY COMMISSION # CC345634 EXPIRES  
February 1, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

**FIRST**

That SUBMARINER GROUP LTD., INC. desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Tavernier, County of Monroe, State of Florida, has named ALAN G. BEATTIE, located at 103100 Overseas Highway, Key Largo, Florida 33037, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: 

*Resident Agent*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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