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ACCOUNT NO. : 072100000032

REFERENCE : 567853 8882A

AUTHORIZATION : *Patricia Pizzit*

COST LIMIT : \$ 70.00

ORDER DATE : March 29, 1995

ORDER TIME : 9:44 AM

ORDER NO. : 567853

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CUSTOMER NO: 8882A

CUSTOMER: Marc A. Mattlin, Legal Assiat
MATTLIN & MCCLOSKY

Suite 400, East
2300 Glades Road
Boca Raton, FL 33431

DOMESTIC FILING

NAME: ~~FOR~~ OCEAN ALLOYS, INC.

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN MAR 29 1995

FILED
95 MAR 29 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR OCEAN ALLOYS, INC.

FILED
95 MAR 29 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of performing a Florida Corporation, pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

OCEAN ALLOYS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1804 Banyan Creek Circle
Boynton Beach, Florida 33436

ARTICLE III

CAPITAL STOCK

The number of shares of stock of this corporation is authorized to have outstanding at one time is:

One-Hundred Shares of Common Stock

ARTICLE IV

REGISTERED AGENT

The name and address of the initial Registered Agent is:

Steven G. Schwartz, Esquire
Mattlin & McClosky
2300 Glades Road
Suite 400 - East Tower
Boca Raton, Florida 33431

ARTICLE V

NATURE OF BUSINESS

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

ARTICLE VI

INCORPORATION

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

Frederick A. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

ARTICLE VII

DIRECTORS

All corporate power shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by The Board of Directors. This corporation shall have

two (2) directors initially. The name and address of the initial members of the Board of Directors are:

Frederick A. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

Jacquelyn B. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

ARTICLE VIII

OFFICERS

This corporation shall have three (3) officers initially. The name, address and position of the initial officers are:

President: Frederick A. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

Vice-
President: Jacquelyn B. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

Treasurer: Jacquelyn B. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

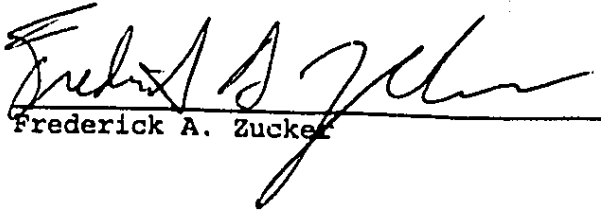
Secretary: Jacquelyn B. Zucker
1804 Banyan Creek Circle
Boynton Beach, Florida 33436

ARTICLE IX

TERM OF EXISTENCE

This corporation is to exist perpetually.

The undersigned has executed these Articles of Incorporation this 24 day of March, 1995.


Frederick A. Zucker

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
95 MAR 29 PM 2:11
SECRETARY OF THE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the corporation, **Ocean Alloys, Inc.**, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida. The name and address of the Registered Agent/Registered Office is:

**Steven G. Schwartz, Esquire
Mattlin & McClosky
2300 Glades Road
Suite 400 - East Tower
Boca Raton, Florida 33431**

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.
Dated: March 27, 1995.


Steven G. Schwartz