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CR2E031 (1-89)

W.P. Veriller

ARTICLES OF INCORPORATION

OF

GRIFFCO MARINE SERVICES, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Griffco Marine Services, Inc. The address of the principal office and the mailing address of this corporation is 780 Third Avenue, New York, New York 10017.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - PURPOSE

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

Name

Address

CT Corporation System

1200 South Pine Island Road Plantation, FL 33324

ARTICLE V - COMMENCEMENT

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be increased, and thereafter either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of this corporation is:

Name

Address

Merv Griffin

c/o 780 Third Avenue

New York, New York 10017

ARTICLE VII - INCORPORATOR

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

Name

Address

Kimmarie Sinatra

780 Third Avenue

New York, New York 10017

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extend permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the share holders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of May, 1995.

Kimmarie Sinatra

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

CT Corporation System

ly: <u>/_/</u>

Kimberly D. Gilbertson Assistant Secretary

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ent Number Only C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, Florida 32301 City State Zlp Phone 904-222-1092 +**++35.00 +**++35.00 CORPORATION(S) NAME () Profit () NonProfit () Amendment () Limited Liability Company () Merger () Foreign () Dissolution/Withdrawal () Mark () Limited Partnership () Annual Report () Reinstatement () Other () Reservation () Change of R.A. () Fictitious Name () Certified Copy () Photo Coples () CUS/ G/S ()/Call When Ready () Call if Problem) After 4:30 Walk In () Will Wait **)**∕Pick Up (/) Mail Out Name Availability PLEASE RETURN EXTRA (COPY(S) 3:00 Document FILE STAMPED J-1-15-Examiner Updater Verifler 2: 06 Acknowledgment W.P. Verliler CR2E031 (1-89)

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Stanues, this corporation submits the following articles of dissolution:

First:	The nam	ne of the corporation isGriffco	Marine Services, Inc.
SECOND:	The artic	cles of incorporation were filed on _	05/18/95
THIRD:	(check on	9)	
	図	None of the corporation's shares h	ave been issued.
		The corporation has not commence	ed business.
FOURTH:	No debt	t of the corporation remains unpaid.	
		assets of the corporation remaining af ed to the shareholders, if shares were	der winding up have been issued.
SIXTH:		- Le missolution (short	
	g	A majority of the incorporators authorized	norized the dissolution S
		11 majorna) - mo ameetors authorn	red the dissolution, where the
Sign	•	29 day of <u>August</u>	
	Signal	(By an incorporator if adopted by the inco the chairman or vice chairman of the boa other officer if adopted by the directors)	rporators or by rd, president, or
		Kimmurie Sinatra	
		Kimmurie Sinutrae (Typed or printed name)	
	_	(Title)	