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CHARLES PETTIT, P.A.
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100001501736
-05/30/95--01090--017
****122.50 ****122.50

May 19, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

600001501736
-05/30/95--01090--017
****122.50 ****122.50

RE: SEA SOURCE CORPORATION

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation in reference to the above, along with this firm's trust account check in the amount of \$122.50 in reference to the following:

1. Filing fee for Articles of Incorporation - \$35.00;
2. Registered agent fee - \$35.00; and
3. Certified copy of the articles - \$52.50.

We thank the Secretary of State for its assistance in this matter and hope that you will call if there are any questions or further requirements that must be met before this corporation is filed.

Yours truly,

CHARLES PETTIT, P.A.

By: CP

Charles Pettit

CP/bb

Enclosures

SDG

ARTICLES OF INCORPORATION
OF
SEA SOURCE CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida,

FILED
25 MAR 30 PM 5:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be SEA SOURCE CORPORATION. The principal place of business of this corporation shall be 2920 Begonia Way, Cooper City, Florida 33026.

ARTICLE II. NATURE OF BUSINESS

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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1 per share.

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than five persons. The stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE IV. STOCK TRANSFER RESTRICTION

No stockholder shall have the right to sell, assign,

pledge, encumber, transfer or otherwise dispose of any shares of the corporation without first offering such stock to the corporation for a sale price based upon the market value of the Corporation. Such offer shall be in writing, signed by the stockholder, and shall be sent by registered or certified mail to the corporation at its principal place of business and shall state that the offer shall remain open for acceptance by the corporation for a period of 14 days from the date of mailing. If the corporation fails or refuses within that period to make reasonably satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each stockholder, who shall be obligated to make the written offer set forth above. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are not registered under either Federal or Florida law, and are held subject to certain transfer restrictions imposed by the Articles of Incorporation. A copy of such Articles is on file at the principal office of the corporation and is open to inspection upon

reasonable notice."

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 1940 Harrison Street, Suite 300, Hollywood, Florida 33020 and the name of the initial registered agent of the corporation at that address is Paul Barry.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The name and street address of the initial number of the Board of Directors is:


Paul Barry Director	2920 Begonia Way Cooper City, Florida 33026
Christine Valdes Director	2920 Begonia Way Cooper City, Florida 33026

ARTICLE VIII. SUBSCRIBER

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

Paul Barry	2920 Begonia Way Cooper City, Florida 33026
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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10TH day of May, 1995.


Paul Barry

STATE OF FLORIDA

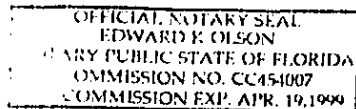
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Joseph W. Martin, to me known to be the individual described in and who executed the foregoing instrument, and who showed me the following identification, DL # 8600-683-33082-0, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal in the aforesaid County and State this 10th day of MAY, 1995.

My Commission Expires:


Edward K. Olson
NOTARY PUBLIC



ACCEPTANCE OF APPOINTMENT

Pursuant to Section 48.091 and 607.0502, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of SEA SOURCE CORPORATION, 1940 Harrison Street, Hollywood, Florida 33020, and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act (1989), relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of Section 607.0505, Florida Statutes.

DATE: May 10, _____, 1995.


Paul Barry

55 MAY 30 PM 3:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED