

**MICRO PULSE INC.**

PARK PLACE 13350 S.W. 128 St., Miami, FL 33186 • Tel (305) 254-5918 • Fax (305) 254-5924

**P95000064243**

August 14th, 1995

Secretary of State  
Florida Department of State  
Division of Corporation  
409 East Gaines St.  
Tallahassee, FL 32399

600001563546  
-08/17/95--01058--000  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs,

Please find enclosed 2 notarised copies of the Articles of Incorporation for the purpose of incorporation of the following:

MODERN MARINE INCORPORATED

A check for the required filing fees of \$122.50 is enclosed along with the necessary courier documents to facilitate return of documents as soon as possible.

Should you require any information or further documentation, please call the undersigned at the above telephone number immediately.

Yours faithfully,

*Donna Stewart*

;dks  
Encls.

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TALLAHASSEE, FLORIDA

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8/21/95

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SECONDARY PAGE 41  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MODERN MARINE INCORPORATED

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

ARTICLE I

The name of the corporation is : MODERN MARINE INCORPORATED

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The corporation is authorised to have outstanding, one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorised to have outstanding is 1000 shares at a par value of \$1.00 per share. Holders of common stock shall have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be less than \$10.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of the corporation, in the State of Florida is:  
13350 SW 128TH STREET, MIAMI, FL. 33186

The Board of Directors may, from time to time, move the principal office to any other address.

# ARTICLE VII

The corporation shall have 3 directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but there shall always be at least one director.

To the extent permitted by law, the corporation shall indemnify and hold harmless, each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such director or officer is liable to the extent permitted by law.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

# ARTICLE VIII

The names and addresses of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

## DIRECTOR

FRANCIS H.A. RAMSEY  
LIMA, ADELPHI P.O.,  
ST. JAMES, JAMAICA

MARJORIE E. RAMSAY  
LIMA, ADELPHI P.O.,  
ST. JAMES, JAMAICA

PHILLIP RAMSAY  
2642 NE 212 TERRACE,  
MIAMI, FL. 33180

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OFFICERS

FRANCIS H.A.RAMSAY  
LIMA, ADELPHI P.O.,  
ST. JAMES, JAMAICA

PRESIDENT/  
TREASURER

MARJORIE E. RAMSAY  
LIMA, ADELPHI P.O.,  
ST. JAMES, JAMAICA

V.P/SECRETARY

ARTICLE IX

The corporation shall designate DONNARAE K. STEWART with office located at 13350 S.W. 128TH St, Miami, Fl. 33186 as its duly authorised registered agent to be in charge of the corporate registered office, as required by law.

ARTICLE X

The name and address of the incorporator subscribing to these articles is: DONNARAE K. STEWART, 13350 S.W. 128 ST. Miami, Fl. 33186.

ARTICLE XI

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 it to the stockholders, and approved at the stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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IN WITNESS WHEREOF, the undersigned has set his hand and seal at Miami, Dade County, Florida this 14TH day of AUGUST, 1995.

*Donnarae Stewart*

DONNARAE K. STEWART  
13350 S.W. 128 ST.  
MIAMI, FL. 33186.

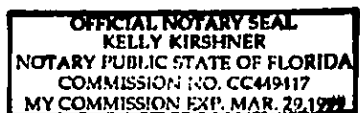
STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 14TH day of AUGUST, 1995, by DONNARAE STEWART who is personally known to me and who did take an oath.

*Kelly Kirshner*  
(Signature of person taking acknowledge)

KELLY K. KIRSHNER  
(Name of officer taking acknowledgement)

NOTARY PUBLIC  
Title or Rank



Serial number, if any.

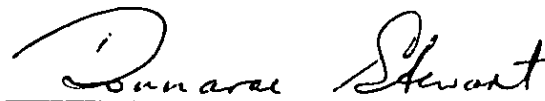
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF  
FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In compliance with Section 48-091, Florida Statutes, the following is submitted:

That MODERN MARINE INCORPORATED desiring to qualify under the State of Florida, with its principal office at Miami, Dade County, Florida has named DONNARAE K. STEWART 13350 S.W. 128 ST., MIAMI, FL. 33186 as agent to accept service of process within Florida.

Having being named to accept service of process for the above named corporation at the place designated in the Articles of Incorporation and this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duty.



DONNARAE K. STEWART  
13350 S.W. 128 STREET,  
MIAMI, FL. 33157

DATED: 14TH AUGUST, 1995

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

55 AUG 17 AM 8:52

FILED