

P950000 70266

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: GEOMAR Corporation

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$122.50

From: Jorge M. Parra
1108 Evergreen Place
DeLand, FL 32720
904-736-2241

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****122.50 ****122.50

RECEIVED
TALLAHASSEE, FLORIDA

SEP 13 AM 8:44

FILED

SEP 06 1995

W95-17868

006 00759, 00609, 00671



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

September 6, 1995

JORGE M. PARRA
1108 EVERGREEN PL.
DELAND, FL 32720

SUBJECT: GEOMAR CORPORATION
Ref. Number: W95000017868

We have received your document for GEOMAR CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 095A00041182

CERTIFICATE OF INCORPORATION
OF
GEOMAR CORPORATION

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SEP 13 AM 8:44

TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, PROVIDING FOR THE FORMATION OF CORPORATION FOR PROFIT, WITH POWERS, RIGHTS, PRIVILEGES, AND IMMUNITIES HEREINAFTER MENTIONED, AND WE MAKE, SUBSCRIBE, AND ACKNOWLEDGE AND FILE WITH THE SECRETARY OF THE STATE OF FLORIDA THIS CERTIFICATE OF INCORPORATION, AND TO THAT END WE DO BY THIS CERTIFICATE SET FORTH.

ARTICLE I.

THE NAME OF THE CORPORATION IS: GEOMAR CORPORATION

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS, OBJECTS AND PURPOSE PROPOSED TO BE TRANSACTED AND CARRIED ON ARE TO DO ALL AND ANY THINGS ALLOWED AND PERMITTED TO BE DONE BY CORPORATIONS UNDER THE STATUTES OF THE STATE OF FLORIDA, AND TO THE STATE OF FLORIDA, AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD, TO --WIT:

- (A) TO ENTER INTO CONTRACTS AS A ENGINEERING SERVICE PROVIDER FOR THE PURPOSE OF DESIGNING AND DEVELOPING PRODUCTS.
- (B) TO ENTER INTO CONTRACTS FOR THE PURCHASE OF MATERIALS AND SUBASSEMBLIES FOR THE PURPOSE OF FABRICATING AND SELLING FINISHED PRODUCTS AND SUB ASSEMBLIES.
- (C) TO MARKET PRODUCTS DESIGNED BY THE CORPORATION AND ENTER INTO CONTRACTS FOR THEIR SALES AND DISTRIBUTION.
- (D) TO DO ALL AND EVERYTHING NECESSARY AND PROPER FOR THE ACCOMPLISHMENTS OF THE OBJECTS ENUMERATED IN THIS CERTIFICATE OF INCORPORATION OR ANY AMENDMENT THEREOF OR NECESSARY OF INCIDENTAL TO THE PROTECTION AND BENEFIT OF THE CORPORATION, AND IN GENERAL, TO CARRY ON ANY LAWFUL BUSINESS NECESSARY OF THE INCIDENTAL TO ATTAINMENT OF THE OBJECTS SET FORTH HEREIN, IT BEING UNDERSTOOD THAT THE FOREGOING ENUMERATION OF SPECIFIC POWERS SHALL NOT BE DEEMED TO BE EXCLUSIVE, BUT ALL OTHER LAWFUL POWERS CONFERRED BY THE STATUES OF THE STATE OF FLORIDA HEREBY INCLUDED.

ARTICLE III.

THE MAXIMUM NUMBER OF SHARE OF STOCK WITH NORMAL OR PAR VALUE AND THE MAXIMUM NUMBER OF SHARES WITH OUR NORMAL OR PAR VALUE THAT THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME, THE CLASSES, TOGETHER WITH THE DISTINGUISHING CHARACTERISTICS OF EACH, INTO WHICH THE SAME ARE DIVIDED AND THE NORMAL OR PAR VALUE OF SHARES OF STOCK, IS 100 SHARES OF COMMON STOCK AT \$5.00 PAR VALUE.

ARTICLE IV.

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS NOT LESS THAT THE SUM OF FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V.

THE EXISTENCE OF THIS CORPORATION SHALL BE PERPETUAL, UNLESS SOONER DISSOLVED ACCORDING TO LAW.

ARTICLE VI.

THE PRINCIPAL AND REGISTERED OFFICE OF THE CORPORATION IS TO BE LOCATED AT 1108 EVERGREEN PLACE DELAND, FLORIDA 32720.

ARTICLE VII.

THE NAMES AND ADDRESS OF THE FIRST BOARD OF DIRECTORS, WHO, SUBJECT TO THE PROVISIONS OF THE CERTIFICATE OF INCORPORATION, THE BY - LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL OTHER SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

JORGE M. PARRA	PRESIDENT/ TREASURER	1108 EVERGREEN PLACE DELAND, FL 32720
CATHERINE A. PARRA	V-PRESIDENT/ SECRETARY	1108 EVERGREEN PLACE DELAND, FL 32720

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE NOT LESS THAN TWO (2) NOR MORE THAN FIVE (5).

ARTICLE VIII.

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, VICE PRESIDENT, SECRETARY AND TREASURER, WHO SUBJECT TO THE PROVISIONS OF THE CERTIFICATE OF INCORPORATION, THE BY - LAWS AND LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL SUCH SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOWS:


JORGE M. PARRA	PRESIDENT/ TREASURER	1108 EVERGREEN PLACE DELAND, FL 32720
CATHERINE A. PARRA	V-PRESIDENT/ SECRETARY	1108 EVERGREEN PLACE DELAND, FL 32720

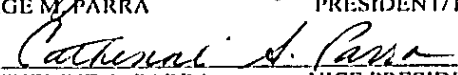
ARTICLE IX.

THE NAMES AND POST OFFICE ADDRESSES OF EACH SUBSCRIBER OF THE CERTIFICATE OF INCORPORATION, THE NUMBER SHARES OF THE \$5.00 PAR VALUE COMMON STOCK OF THE INCORPORATION WHICH AGREES TO TAKE, ARE AS FOLLOWS:

JORGE M. PARRA	PRESIDENT/ TREASURER	1108 EVERGREEN PLACE DELAND, FL 32720
CATHERINE A. PARRA	V-PRESIDENT/ SECRETARY	1108 EVERGREEN PLACE DELAND, FL 32720

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE MADE AND SUBSCRIBED THE CERTIFICATES OF THE INCORPORATION AT DELAND, VOLUSIA COUNTY, FLORIDA FOR THE USES AND PURPOSES AFORESAID ON THE 11TH DAY OF SEPTEMBER 1995.



JORGE M. PARRA PRESIDENT/TREASURER


CATHERINE A. PARRA VICE PRESIDENT/SECRETARY

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

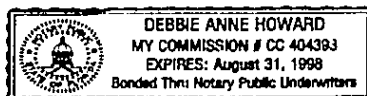
S S

BE IT REMEMBERED THAT ON THIS PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC OF THE STATE OF FLORIDA AT LARGE, JORGE M. PARRA AND CATHERINE A. PARRA EACH TO ME WELL KNOWN TO BE THE INDIVIDUAL DESCRIBED HEREIN AND WHO SIGNED AND EXECUTED THE FOREGOING AND DECLARED THAT THEY DID MAKE, SUBSCRIBE AND ACKNOWLEDGE THE FOREGOING CERTIFICATE OF INCORPORATION AS THEIR VOLUNTARY DEED.

GIVEN UNDER MY HAND AND OFFICIAL SEAL 11TH DAY OF SEPTEMBER, 1995 AS AFORESAID



NOTARY PUBLIC STATE OF FLORIDA AT LARGE.



ACCEPTANCE OF RESIDENT AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL THE PROVISIONS OF LAW REGARDING RESIDENT AGENT.

Jorge M. Parra
JORGE M. PARRA
SUBSCRIBER AND RESIDENT AGENT

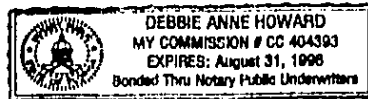
STATE OF FLORIDA)
COUNTY OF VOLADIA)

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GIVEN UNDER MY HAND AND OFFICIAL SEAL 11TH DAY OF SEPTEMBER, 1995 AS AFORESAID

Debbie Anne Howard
NOTARY PUBLIC STATE OF FLORIDA AT LARGE.



FILED
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TALLAHASSEE, FLORIDA