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ALAN S. WACHS

September 21, 1995

Via Federal Express

Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

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-09/22/95--01060--001  
\*\*\*\*\*70,00 \*\*\*\*\*70,00

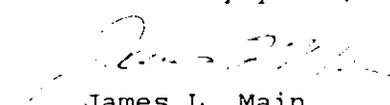
Re: Starboard Marketing, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent and our firm's check in the amount of \$70 for the filing of the enclosed documents for the above-referenced corporation. Please return an uncertified copy to the undersigned in the self addressed stamped envelope provided.

Your cooperation in this matter is much appreciated.

Sincerely yours,

  
James L. Main

JLM:tab

Enclosures

TALLAHASSEE, FLORIDA

SEP 22 AM 11:03

FILED

Sept 21, 1995

ARTICLES OF INCORPORATION  
OF  
STARBOARD MARKETING, INC.

**FILED**  
SEP 22 AM 11:03  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is Starboard Marketing, Inc., and the principal business address of the Corporation is 11250 Portside Drive, Jacksonville, Florida 32225.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of the Articles of Incorporation which is September 21, 1995, and shall be filed with the Secretary of State within 5 business days from said date. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 5000 shares of Common Stock, all of which shall be of the par value of \$0.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is One Independent Drive, Suite 2000, Jacksonville,

Florida, 32201, and the name of its initial registered agent at such address is Kirschner, Main, Petrie, Graham, Tanner & Demont, Professional Association.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2) and the name and address of the persons who are to serve as members thereof are:

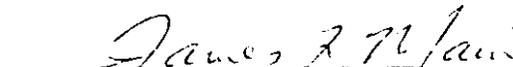
<u>Name</u>	<u>Address</u>
Anthony Marinatos	5396 Oak Bay Drive North Jacksonville, Florida 32277
John M. Williams	4946 Maybank Way Jacksonville, Florida 32225

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
James L. Main	Post Office Box 1559 Jacksonville, Florida 32201-1559

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of September, 1995.

  
\_\_\_\_\_  
JAMES L. MAIN

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Starboard Marketing, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Kirschner, Main, Petrie, Graham, Tanner & Demont, Professional Association as its agent to accept service of process within Florida.

James L. Main  
James L. Main

Date: 4-21-95

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Kirschner, Main, Petrie, Graham, Tanner & Demont, Professional Association hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Kirschner, Main, Petrie, Graham,  
Tanner & Demont, Professional  
Association

By: James L. Main  
James L. Main, Vice President

Date: 4-21-95

FILED  
95 SEP 22 AM 11:03  
TALLAHASSEE, FLORIDA