



H. N. RAMCHARITAR INC.

• MONTHLY WRITE-UP • QUARTERLY P.R. TAXES • PAYROLL SERVICES • ACCOUNTING & TAX SERVICES • INDIVIDUAL • SMALL BUSINESS • CORPORATION • PARTNERSHIP

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FILED
JAN - 5 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Dear Sir/Madam:

Please find enclosed a check for One hundred and twenty-two dollars and fifty cents (\$122.50) and the ARTICLES OF INCORPORATION for ACE MARINE TOWERS, INC.

This check is for the following:-

Filing Fees	\$ 35.00
Certified Copy	52.00
Registered Agent Designation	35.00

	\$122.50
	=====

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-01/05/96--01050--005
****122.50 ****122.50

ACE MARINE TOWERS, INC. Will be a corporation for profit.

I am enclosing a RETURN ADDRESSED FEDERAL EXPRESS AIR BILL, please use to return the corporation documents. Postage will be paid by receiver.

Sincerely,

Hilton N. Ramcharitar

Hilton N. Ramcharitar

January 2, 1996

D. BROWN JAN - 9 1996

**ARTICLES OF INCORPORATION
OF
ACE MARINE TOWERS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, heroby associate to form a corporation under the laws of the State of Florida and heroby does adopt the following Articles of Incorporation.

ARTICLE I.

The name of this corporation is: ACE MARINE TOWERS, INC.

ARTICLE II.

The general nature of the business to be transacted by this Corporation is to engage in every aspect and phase of Marine Wholesale and Retail Sales and Services, to purchase, lease, rent or otherwise acquire suitable property, and to buy and sell any and all commodities in connection with such operations. To establish franchises or subsidiaries or otherwise expand this business, as may seem fit by the Directors.

This corporation is organized for the purpose of carrying on and conducting any business or businesses and every act of deed pertaining thereto, either directly or indirectly, which can lawfully be done under the laws of the State of Florida, and to such engage in and carry on said business or businesses in Florida or in any other State of the United States of America, Territory or Nation.

ARTICLE III.

The maximum number of shares of this corporation shall be Ten Thousand (10,000) shares, said shares having a par value of One Dollar (\$1.00) each, and to be fully paid and non-assessable, all of which shall be common stock, and the same shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof. Said shares of stock shall be issued, sold, or transferred only in accordance with the by-laws of the corporation as the corporation may, from time to time, make, and all of said shares of stock shall be paid for in cash, property, labor or services, it being recognized that property, labor or services may be purchased or paid for with the capital stock of the corporation at a just valuation.

ARTICLE IV.

The amount of Capital with which this Corporation will begin business will not be less than: One Thousand Dollars (\$1,000.).

ARTICLE V.

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI.

The initial post office address of the principal office of this corporation in the State of Florida is:

P.O. Box 2187
FT. LAUDERDALE, FL. 33303

ARTICLE VII.

This Corporation shall have TWO Directors Initially. The number of Directors may be increased or diminished from time to time by the by-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII.

The name(s) and address(es) of the initial Director(s) of this Corporation is (are):

JOHN RUBANO
409 ISLE OF CAPRI DRIVE
FT. LAUDERDALE, FL. 33301

GARY SHIFFLET
4200 N.E. 22 AVENUE
LIGHT HOUSE POINT, FL. 33064

ARTICLE IX.

The names and addresses of the officers who are to conduct the businesses of this Corporation until those elected at the first election are as follows:

President:
JOHN RUBANO
409 ISLE OF CAPRI DRIVE
FT. LAUDERDALE, FL. 33301

Secretary/Treasurer:
GARY SHIFFLET
4200 N.E. 22 AVENUE
LIGHT HOUSE POINT, FL. 33064

ARTICLE X.

The following person has been named by this Corporation to accept service of process within the State of Florida:

JOHN RUBANO
409 ISLE OF CAPRI DRIVE
FT. LAUDERDALE, FL. 33301

ARTICLE XI.

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

JOHN RUBANO
409 ISLE OF CAPRI DRIVE
FT. LAUDERDALE, FL. 33301

ARTICLE XII.

This Corporation reserves the right to amend or repeal any provisions contained in those "ARTICLES OF INCORPORATION" or any amendments thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER has executed those Articles of Incorporation this 2nd day of JANUARY, 1996.

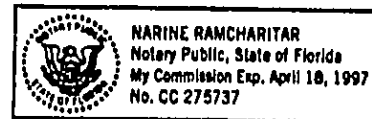

JOHN RUBANO
Subscriber

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 2nd day of JANUARY, 1996, by John Rubano who is personally known to me or who has produced FLORIDA DRIVER'S LICENSE No. R 150-490-53-130-0 as identification and who did take an oath.

WITNESS my hand and official seal.


NARINE RAMCHARITAR
Notary Public, State of Florida.



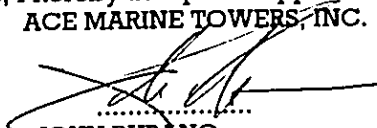
My Commission Expires: APRIL 18, 1997.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT.

Having been named to accept service of process for the above Corporation, at the place designated on this certificate, I hereby accept this appointment as REGISTERED AGENT of ACE MARINE TOWERS, INC.

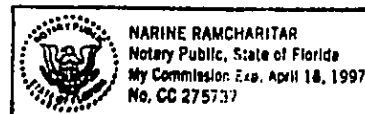
SIGNATURE:


JOHN RUBANO
(REGISTERED AGENT)

DATE:

JANUARY 2, 1996


NARINE RAMCHARITAR
Notary Public,
State of Florida.



My Commission Expires: April 18, 1997.