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January 11, 1996

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Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation: OCEAN CREATIVE ARTS, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation, and our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy of the Articles	\$52.50
Filing Fee for Registered Agent	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to this office. Also enclosed is the Designation of Registered Agent form pursuant to 48.091, Florida Statutes.

Sincerely,

*Stuart B. Klein*  
Stuart B. Klein, Esq.

SBK:clw

Enclosures

CERTIFIED MAIL

FILED  
96 JAN 16 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*2-18-96*

**ARTICLES OF INCORPORATION**

**OF**

**OCEAN CREATIVE ARTS, INC.**

FILED  
96 JAN 16 PM 4:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is OCEAN CREATIVE ARTS, INC. The principal office and mailing address is:

**224 Datura Street, Suite 3092  
West Palm Beach, Florida. 33401**

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III**

The corporation shall have perpetual existence.

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of .10 cents of voting common stock.

**ARTICLE V**

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

**Stuart B. Klein, Esq.  
1551 Forum Place, Suite 400B  
West Palm Beach, FL 33401**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VI**

This corporation shall have two (2) directors initially. The number of Directors may be changed from time to time by the By-Laws but shall not be less than two (2). The names and addresses of the persons who are to serve as members of the Initial Board of Directors are:

Robert Pozsony  
224 Datura Street, Suite 309  
West Palm Beach, FL 33401

Ike McFadden  
224 Datura Street, Suite 309  
West Palm Beach, FL 33401

#### **ARTICLE VII**

The name and address of the persons signing these Articles of Incorporation as the Incorporator are:

Robert Pozsony  
224 Datura Street, Suite 309  
West Palm Beach, FL 33401


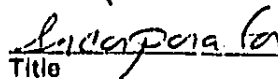
Ike McFadden  
224 Datura Street, Suite 309  
West Palm Beach, FL 33401


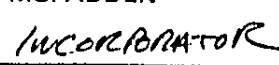
#### **ARTICLE VIII**

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 the Board of Directors to the shareholders and approved at a shareholders' meeting by at least a majority of the shareholders entitled to vote, unless all of the directors and all of the shareholders sign

a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 9 day of January, 1996

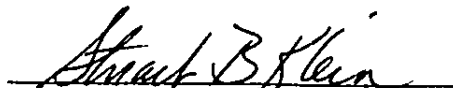
  
ROBERT POZSONY  
  
Title

  
IKE MCFADDEN  
  
Title

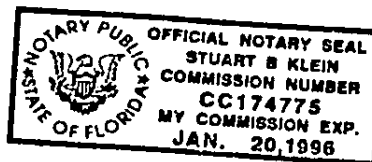
STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared ROBERT POZSONY and IKE MCFADDEN, to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed these Articles of Incorporation on this 9th day of January, 1996.

  
Notary Public, State of Florida

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR 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:

That OCEAN CREATIVE ARTS, INC., desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named Stuart B. Klein, Esq., of 1551 Forum Place, Suite 408B, West Palm Beach, Florida 33401 as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

**DATED** this 9th day of January, 1996.

  
STUART B. KLEIN  
Registered Agent

FILED  
96 JAN 16 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA