

Law Offices

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\*Member of the Florida and New Jersey Bars

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February 5, 1996

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32314

BY FEDERAL EXPRESS

RE: Verrigni Marine, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Verrigni Marine, Inc., along with a check in the amount of \$122.50 for the filing fees.

Please return a stamped copy of the Articles along with the Certificate of Filing to this office in the enclosed pre-addressed stamped envelope.

Very Truly Yours,  
JOHN R. SORKIN, P.A.

BY: John R. Sorkin  
John R. Sorkin, Esq.  
JRS/sq

Enclosures as stated

P.S. - Please send copy of stamped Articles back by Federal Express. I have enclosed a pre-addressed airbill and envelope for your convenience. Thank you.

FEB 9 1996 BSE

ARTICLES OF INCORPORATION  
OF  
VERRIGNI MARINE, INC.

**FILED**  
96 FEB -6 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Florida law hereby adopt the following Articles of Incorporation:

ARTICLE ONE  
NAME

The name of the corporation is VERRIGNI MARINE, INC.

ARTICLE TWO  
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE THREE  
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE FOUR  
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of par value common stock which shall be designated "Common Shares".

ARTICLE FIVE  
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX  
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 160 NW 24th Street, #25, Boca Raton, Florida 33432 and the name of the initial registered agent at that address is ANTHONY J. VERRIGNI.

ARTICLE SEVEN  
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the ByLaws. The name and address of the initial Board of Directors of this corporation is:

NAME

ADDRESS

ANTHONY J. VERRIGNI

160 NW 24th Street, #25  
Boca Raton, Florida 33432

ARTICLE EIGHT  
INCORPORATORS

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

NAME

ADDRESS

ANTHONY J. VERRIGNI

160 NW 24th Street, #25  
Boca Raton, Florida 33432

ARTICLE NINE  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

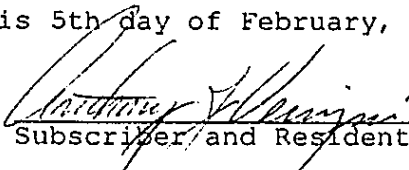
ARTICLE TEN  
SPECIAL PROVISION

It is the intent of the incorporator that this corporation qualify as a Sub Chapter S corporation under the Internal Revenue Code.

ARTICLE ELEVEN  
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of February, 1996.

  
\_\_\_\_\_  
Subscriber and Resident Agent

STATE OF FLORIDA  
COUNTY OF ~~PALM-BEACH~~

*BELOWARD*

BEFORE ME, the undersigned officer duly authorized to administer oaths, personally appeared ANTHONY J. VERRIGNI, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th day of February, 1996.



JOHN ROBERT BORKIN  
MY COMMISSION # CC414720 EXPIRES  
October 15, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

*John Robert Borkin*  
\_\_\_\_\_  
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 VERRIGNI MARINE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 160 NW 24th Street, #25, Boca Raton, Florida 33432, COUNTY OF PALM BEACH, STATE OF FLORIDA, HAS NAMED ANTHONY J. VERRIGNI, LOCATED AT 160 NW 24th Street, #25, Boca Raton, Florida 33432, COUNTY OF PALM BEACH, STATE OF FLORIDA.

SIGNATURE: *Anthony J. Verrigni*  
ANTHONY J. VERRIGNI

TITLE: President

DATE: 2/5/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN 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 PERFORMANCE OF MY DUTIES.

SIGNATURE: *Anthony J. Verrigni*  
ANTHONY J. VERRIGNI -  
Registered Agent)

DATE: 2/5/96

FILED  
96 FEB -6 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA