

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELLORS AT LAW
427 McKENZIE AVENUE
Post Office Box 2127
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DANIEL HARMON III
TIMOTHY J. SLOAN*

*ALSO MEMBER OF
DISTRICT OF COLUMBIA
AND MISSOURI BARS

TELEPHONE (904) 769-2501
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March 8, 1996

RECORDED 17 MAR 1996
03/12/96-01063-015
***122.50 ***122.50

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Seatech International, Inc., a Florida corporation

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Acceptance of Registered Agent and our check in the amount of \$122.50 to cover the cost of filing. Please note that this corporation is to commence its existence on March 8, 1996.

At your earliest convenience, please file these Articles and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P.A.

Timothy J. Sloan
Timothy J. Sloan

TJS/da

Enclosures

cc: Mr. Lary A. Kirkland
Mr. Richard C. Raffield
Mr. William B. Steiner

EFFECTIVE DATE
MAR 19 1996

FILED
06 MAR 20 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. BROWN MAR 21 1996

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELLORS AT LAW
427 McKENZIE AVENUE
POST OFFICE BOX 2327
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III
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TELEPHONE (904) 769-2501
FACSIMILE (904) 769-0824

March 19, 1996

VIA FEDERAL EXPRESS

Mr. Kathy Hyman
Document Specialist
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: SeaTech Marine Inc., a Florida corporation

Dear Ms. Hyman:

Enclosed please find a copy of your March 15, 1996 letter, the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Acceptance of Registered Agent for filing with your office. Please note that this corporation is to commence its existence on March 19, 1996.

At your earliest convenience, please file these Articles and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P.A.


Timothy J. Sloan

TJS/da

Enclosures

cc: Mr. Lary A. Kirkland
Mr. Richard C. Raffield
Mr. William B. Steiner

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 15, 1996

TIMOTHY J. SLOAN
HARMON & SLOAN, P.A.
POST OFFICE BOX 2327
PANAMA CITY, FL 32402-2327

SUBJECT: SEATECH INTERNATIONAL, INC.
Ref. Number: W96000005653

We have received your document for SEATECH INTERNATIONAL, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 096A00011701

EFFECTIVE DATE
MAR 19 1996

ARTICLES OF INCORPORATION
OF
SEATECH MARINE INC.

96 MAR 20 PM 2:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is SeaTech Marine Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually. This corporation shall commence its existence on March 19, 1996.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 6217 Waverly Street, Panama City, Florida 32404. The registered agent for this corporation is Lary A. Kirkland, whose address is 6217 Waverly Street, Panama City, Florida 32404.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is two (2). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

LARY A. KIRKLAND
6217 Waverly Street
Panama City, FL 32404

RICHARD C. RAFFIELD
6217 Waverly Street
Panama City, FL 32404

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Lary A. Kirkland, whose address is 6217 Waverly Street, Panama City, Florida 32404.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19TH day of March, 1996.



LARY A. KIRKLAND
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 19th day of March, 1996, by LARY A. KIRKLAND, who is personally known to me or who has produced _____ as identification.

Amanda Jean Thornton (SEAL)
Notary Public Signature

Amanda Jean Thornton
Name (Typed)

April 25, 1998
Commission Expiration Date

Serial Number (if any)



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF
SEATECH MARINE INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 19TH day of March, 1996.



LARRY A. KIRKLAND
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA