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TRANSMITTAL LETTER

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

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APR 1 6 1995

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$122.50 \$78.75 \$70.00 Filing Fee, Certified Copy Filing Fee Filing Fee Filing Fee & Certified Copy & Certificate & Certificate Additional Copy Required FROM: Name (printed or typed) Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION FILED

96 APR 11 PH 3:45

SEGMENAL OF STATE.

The undersigned incorporator(s), for the purpose of forming a corporation and the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NAUTICO FINANCE CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1112 WESTON ROAD #178 FT LAUDERDALE, FL 33326

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE MILLION TWO HUNDRED THOUSAND SHARES (1,200,000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

HARRIET HAMMER
1112 WESTON ROAD #178
FT LANDERDALE, FL., 33326

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

HARRIET HAMMER 1112 WESTON ROAD #178 FT LAUDERDALE, FL 33326

	rporator(s) has(have) executed these Articles of Incorporation this ARIL , 19 96 .
(An additional article	must be added if an effective date is requested.)
<u> </u>	Signature Signature
_	Signature
	Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED 96 APR 11 PH 3: 45

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATE ORIDA UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	MANTICO FINANCE CORPORA TION
2. The name and address of the registe	ered agent and office is:
HAR	RIET HAMMER
///2 (P.O. Box	WESTON ROAD #178 OF Mail Drop Box NOT ACCEPTABLE)
FT A	-AUDERDALE, FL 33326 (CITY/STATE/ZIP)
Having been named as registered a corporation at the place designated in agent and agree to act in this capacity	gent and to accept service of process for the above stated this certificate, I hereby accept the appointment as registered y. I further agree to comply with the provisions of all statutes rformance of my duties, and I am familiar with and accept the
Harriet Hamoses/ (SIGNATURE	4/10/96 (DATE)