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RICKEY L. FARRELL

ATTORNEY AT LAW, P.A.
1595 N.E. PORT ST. LUCIE BOULEVARD
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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 5, 1996

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

RE: Florida Marine Directory, Inc.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Certificate Designating Registered Agent. Please file the original in your offices and certify and return to us a certified copy.

I am enclosing a check in the amount of \$122.50 covering:

\$ 35.00	- Filing Fee
52.50	- Certified Copy
<u>35.00</u>	- Registered Agent Designation
\$122.50	

Thank you for your cooperation in this matter.

Sincerely yours,

Laura J. Maycen
Laura J. Maycen

Enc.
LJM\CORP\INC.LTR

BT
7/10/96

**ARTICLES OF INCORPORATION
OF
FLORIDA MARINE DIRECTORY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Florida Marine Directory, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation is 2500 S.E. Midport Road, Suite 275, Port St. Lucie, Florida 34952 and the name of the initial registered agent of this corporation is Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 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; however, there shall never be less than one Director nor more than seven. The name and address of the initial Board of Directors of this corporation is:

John J. Barrass
1421 SE Nancy Lane
Port St. Lucie, Florida 34983-3818

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is:

John J. Barrass
1421 SE Nancy Lane
Port St. Lucie, Florida 34983-3818


ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 3rd day of July, 1998.



JOHN J. BARRASS
Incorporator

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John J. Barrass who has produced NA as identification or is personally known to me and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the Articles of Incorporation.

3rd IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this
day of July, 1998.

(S E A L)



Notary Public State of Florida

Printed Signature:

My Commission No:

My Commission Expires:



LAURA J. MAYCEN
MY COMMISSION # 00481086 EXPIRES
May 10, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091 and 007.034, Florida Statutes, the following is submitted:

FIRST that Florida Marine Directory, Inc., is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2500 S.E. Midport Road, Suite 275, Port St. Lucie, Florida 34952, has named Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952, as its agent to accept service of process within Florida.

Dated: 03 July 1996


JOHN J. BARRASS, Incorporator

Having been named to accept service of process for the above named 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.


RICKEY L. FARRELL
Registered Agent