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STATE OF FLORIDA
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MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000011048))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: OFFSHORE REFRIGERATION, INC.
FAX AUDIT NUMBER: H90000011048 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/08/1996 TIME REQUESTED: 14:07:48
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ARTICLES OF INCORPORATION
OF
OFFSHORE REFRIGERATION, INC.

ARTICLE I

NAME

The name of this corporation is OFFSHORE REFRIGERATION, INC..

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

The TAX MAN, Inc.
1601 Belvedere Road, #103 South
West Palm Beach, FL 33406
(561)686-5705; FAX (561)689-0708

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 1601 Belvedere Road, West Palm Beach, Florida, 33406, and the name of the initial registered agent at this address is Jay B. Fischer.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Jay B. Fischer

1601 Belvedere Road, #103-S
West Palm Beach, FL 33406

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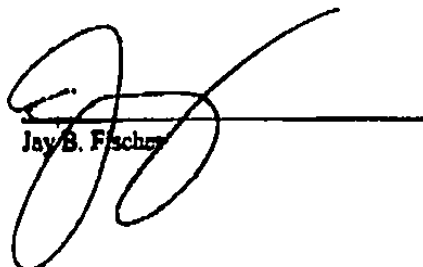
ARTICLE IX
INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Jay B. Fischer

1601 Belvedere Road, #103-S.
West, Palm Beach, FL 33406

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of
incorporation this 8th day of August, 1996


Jay B. Fischer

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Jay B. Fischer, known by me to be the person who executed these article of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 8th day of August, 1996.

[SEAL]


Notary Public



HOWARD L. ARONOWITZ
MY COMMISSION & DECISIONS EXPIRES
August 2, 1997
MEMBER THE FLORIDA BAR ASSOCIATION, INC.

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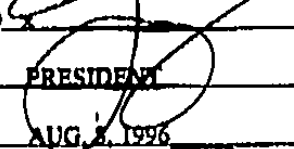
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STATE
FLORIDA

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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:

FIRST-OFFSHORE REFRIGERATION, INC. DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE PLACE OF BUSINESS AT THE CITY OF WEST PALM BEACH, PALM BEACH COUNTY, STATE OF FLORIDA, HAS NAMED JAY B. FISCHER AT 1601 BELVEDERE ROAD, CITY OF WEST PALM BEACH, FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN FLORIDA.

SIGNED 
TITLE PRESIDENT
DATE AUG. 8, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED 
JAY B. FISCHER
Resident Agent
DATE AUG. 8, 1996

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