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TO: DIVISION OF CORPORATIONS

FAX #: (804)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072460003268

CONTACT: RAY STORMONT

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NAME: INTERNATIONAL MARINE SALES INCORPORATED

AUDIT NUMBER.....H06000012030

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
OF
INTERNATIONAL MARINE SALES INCORPORATED.**

ARTICLE I. NAME

The name of the corporation is International Marine Sales Incorporated.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is six hundred (600) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

PREPARED BY: James F. Comander, Esquire
Florida Bar # 161200
8603 S. Dixie Hwy # 400
Miami, FL 33143
(305) 662-9358

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ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida 24777 S.W. 87 Avenue, Miami, Florida 33032 and the initial registered agent of this corporation at such address is Louis Papadopoulos.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.


Registered Agent

ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is Louis Papadopoulos, 24777 S.W. 87 Avenue, Miami, Florida 33032.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 24777 S.W. 87 Avenue, Miami, Florida 33032.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is Louis Papadopoulos, 24777 S.W. 87 Avenue, Miami, Florida 33032.

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ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 10th day of September, of 1996.


Louis Papadopoulos

STATE OF FLORIDA }
COUNTY OF DADE } ss

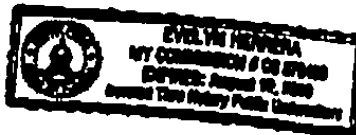
BEFORE ME, the undersigned authority, personally appeared Louis Papadopoulos, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and aforesaid, this 10th day of September, 1996.


NOTARY PUBLIC - State of Florida

My Commission Expires:

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