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PHISTICS HALL SERVICES ACCOUNT NO. 1

96 SEP 23 AM 11: 52 0721866000032 0721866000032 7115990

REFERENCE :

AUTHORIZATION :

COST LIMIT :

\$ 70.00

ORDER DATE : September 19, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 092012

700001953697

CUSTOMER NO:

7115990

CUSTOMER: Mr. C.1. Strickland

MR. C.L. STRICKLAND

#176

3060 Grand Bay Boulevard Longboat Key, FL 34228

DOMESTIC FILING

NAME:

INCENTIVE MARINE, INC.

EFFECTIVE DATE:

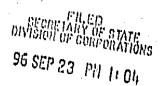
XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

INCENTIVE MARINE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INCENTIVE MARINE, INC.

The address of the principal office of this corporation shall be 3060 Grand Bay Boulevard, #176, Longboat Key, Florida 34228, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

C.L. Strickland Dir.

#39 The Oval Sugarland, Texas 77479

FILED BECRETARY OF STATE BIVISION OF COMPORATIONS

96 SEP 23 PH 1: 04

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on September 20, 1996.

Delionan 10 Skippen
It's Agent, Deborah D. Skipper
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Ollorah D. Skipper

It's Agent, Deborah D. Skipper Authorized Service Representative Corporation Service Company

JAB/vlp