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EMPIRE CORPORATE KIT

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 30, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: AMERICAN MARINE COVERING & INTERIORS, INC.
REF: W96000020587

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE PUT THE FLA. BAR NUMBER ON THE PREPARERS' STATEMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000013652
Letter Number: 896A00044702

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ARTICLES OF INCORPORATION

H96000013652

OF

AMERICAN MARINE COVERING & INTERIORS, INC.

I.

NAME

The name of the corporation shall be American Marine Covering & Interiors, Inc.

II.

DURATION

The duration of the corporation shall be perpetual.

III.

PURPOSES

The purposes for which the corporation is initially organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

IV.

SHARES OF STOCK

The corporation shall have authority to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00).

Prepared by:
Robert M. Abramson, Esq.
Garry J. Alhalel, P.A.
25 S.E. 2nd Avenue
Suite 1045, Ingraham Building
Miami, Florida 33131
(305) 374-8197
FL. BAR NO. 217001

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TALLAHASSEE, FLORIDA

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V.

PRINCIPAL OFFICE

The address of the corporation's initial principal office is:

8095 West 21st Lane
Hialeah Gardens, Florida 33016

VI.

DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time by the by-laws but shall never be less than ONE. The names and addresses of the initial directors of the corporation are:

Julio G. Batista
8095 West 21st Lane
Hialeah Gardens, Florida 33016

Julio C. Batista
8095 West 21st Lane
Hialeah Gardens, Florida 33016

VII.

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

ROBERT M. ABRAMSON, ESQ.
FLORIDA BAR NO. 217001
25 S.E. 2ND AVENUE, SUITE 1045
MIAMI, FLORIDA 33131

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VIII.

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REGISTERED AGENT

Pursuant to the provisions of Section 48.091, Florida Statutes, the following is the designation of the Registered Agent on whom service of process may be made:

ROBERT M. ABRAMSON, ESQ.
FLORIDA BAR NO. 217001
INGRAHAM BUILDING, SUITE 1045
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of September, 1996.

Robert M. Abramson
ROBERT M. ABRAMSON

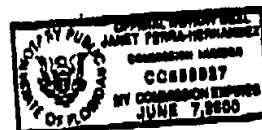
STATE OF FLORIDA }
COUNTY OF DADE }

SS:

Before me the undersigned authority personally appeared ROBERT M. ABRAMSON, who having been duly sworn upon oath deposes and says that he/she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 27th day of Sept, 1996.

Janet P. Hernandez
NOTARY PUBLIC



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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of AMERICAN MARINE COVERING & INTERIORS, INC. as set forth in Article VIII of the Articles of Incorporation.

Dated this 27th day of September, 1996.


ROBERT M. ABRAMSON

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TALLAHASSEE, FLORIDA

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