

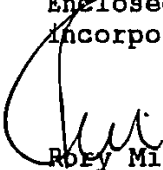
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January 2, 1997

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: MJ Marine Services Inc.

Enclosed please find an original and one copy of the articles of incorporation and a check in the amount of \$70.00.


Rory Michael Mills
14861 Capstan Drive
Jacksonville, FL 32226
(904) 751-4818

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
of
MJ Marine Services Inc.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME AND PURPOSE

The name of the corporation is MJ Marine Services Inc. The purpose of the corporation is to provide marine consulting and services.

ARTICLE II - PRINCIPLE OFFICE

The mailing address of the principal office of the corporation is 14861 Capstan Drive, Jacksonville, Florida 32226. The mailing address of the corporation is 14861 Capstan Drive, Jacksonville, Florida 32226.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares. These shares will consist of one class of common stock with a stated par value of \$1.00 per share. The shares have unlimited voting rights and the owners of the shares are entitled to receive the net assets of the corporation upon dissolution.

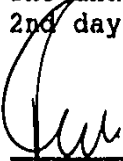
ARTICLE IV - REGISTERED AGENT

The name and address of the initial registered agent is Rory Michael Mills, 14861 Capstan Drive, Jacksonville, Florida 32226.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Rory Michael Mills, 14861 Capstan Drive, Jacksonville, Florida 32226.

The undersigned has executed these Articles of Incorporation this 2nd day of January, 1997



Rory Michael Mills

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

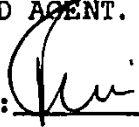
1. The name of the corporation is:

MJ Marine Services Inc.

2. The name and address of the registered agent and office is:

Rory Michael Mills
14861 Capstan Drive
Jacksonville, Florida 32226
(904)751-4818

HAVING BEEN NAMED AS THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

DATE: January 2, 1997

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