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FLORIDA DIVISION OF CORPORATION
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ FAX #: (305)716-0346
PHONE: (305)599-0839
NAME: GENERAL MARINE MANAGEMENT, INC.
AUDIT NUMBER.....H9700001975
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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**Articles of Incorporation
of
GENERAL MARINE MANAGEMENT, INC.**

Article I. Name

The name of this Florida corporation is:
GENERAL MARINE MANAGEMENT, INC.

Article II. Address

The mailing address of the Corporation is:

**GENERAL MARINE MANAGEMENT, INC.
360 N.E. 97 St.
Miami Shores, FL 33138**

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

**James Gearhart
360 N.E. 97 St.
Miami Shores, FL 33138**

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

James Gearhart - 360 N.E. 97 St., Miami Shores, FL 33138

Prepared by: Rachlin & Associates, P.A., 11120 N. Kendall Dr., #201, Miami, FL 33176 (305)270-2040.

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator


The name and address of the Incorporator is:

James Gearhart
360 N.E. 97 St.
Miami Shores, FL 33138

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the Incorporator executed the Articles of Incorporation on January 31, 1997.

By: 
James Gearhart
President

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

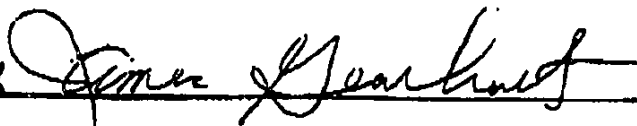
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:
GENERAL MARINE MANAGEMENT, INC.

REGISTERED AGENT:
James Gearhart
380 N.E. 97 St.
Miami Shores, FL 33138

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: 

James Gearhart
President

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