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FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: OCEANSPACE, INC.

AUDIT NUMBER.....H97000002685

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

CERT. OF STATUS..1

PAGES..... 6

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**ARTICLES OF INCORPORATION**  
**OF**  
**OCEANSPEACE, INC.**

NO. 345 002  
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The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, hereby associates himself to form a corporation under the law of the State of Florida.

This Corporation shall have perpetual existence.

**ARTICLE I -**

**PURPOSE**

The purpose of this Corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

**ARTICLE II -**

**CAPITAL STOCK**

The maximum number of stock that this Corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock having the par value of One (\$1.00) Dollar.

Prepared by: Stephen B. Cohen C.P.A.  
19032 N.E. 29th Ave.  
Aventura, FL 33180  
(305) 931-3134

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**ARTICLE III -****ADDRESS OF PRINCIPAL OFFICE**

The initial principal address, mailing address and registered office address of this Corporation are the same as follows: 3025 NE 183 Street, North Miami Beach, FL 33160. The Initial registered agent at such address is Bernard J. Wasserlauf.

**ARTICLE IV -****INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 3025 NE 183 Street, North Miami Beach, FL 33160 and the name of the initial registered agent of this corporation at that address is: Bernard J. Wasserlauf.

**ARTICLE V -****INCORPORATORS**

The name and address of the person signing these articles is:

NAME	ADDRESS
BERNARD J. WASSERLAUF	3025 NE 183 Street North Miami Beach, FL 33160

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**ARTICLE VI -****INITIAL BOARD OF DIRECTORS AND OFFICERS**

This Corporation shall have one (1) director and (3) officers initially. The number of directors and officers may be either increased from time to time by the By-Laws, but shall never be less than one(1). The name and address of the initially director and/or officers of this Corporation is:

<b>NAME</b>	<b>ADDRESS</b>	
<b>BERNARD J. WASSERLAUF</b>	<b>3025 NE 183 Street</b>	<b>Pres/Director</b>
	<b>North Miami Beach, FL 33160</b>	
<b>MONINA A. WASSERLAUF</b>	<b>3025 NE 183 Street</b>	<b>Exec.V.P.</b>
	<b>North Miami Beach, FL 33160</b>	
<b>THOMAS N. WASSERLAUF</b>	<b>3025 NE 183 Street</b>	<b>Vice Pres.</b>
	<b>North Miami Beach, FL 33160</b>	

**ARTICLE VII -****BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

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**ARTICLE VIII -****RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite his name:

BERNARD J. WASSERLAUF	ONE HUNDRED (100) SHARES
MONINA A. WASSERLAUF	ONE HUNDRED (100) SHARES
THOMAS N. WASSERLAUF	ONE HUNDRED (100) SHARES

**ARTICLE IX -****MANAGEMENT OF CORPORATION BY DIRECTORS AND OFFICERS**

All corporate powers shall be exercised by or under the authority of the Director and the business affairs of this corporation shall be managed under the direction of the Director of this Corporation.

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**ARTICLE X -**

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of February ~~January~~, 1997

Bernard J. Wasserauf  
Subscriber

STATE OF FLORIDA )

COUNTY OF DADE ) SS:

BEFORE ME a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Bernard J. Wasserauf known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 14 day of

February, 1997

Notary Public, State of Florida



STEPHEN S. CONDON  
My Commission 00037827  
Expires Nov. 01, 1997  
Bonded By HSA  
800-428-1888

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**ACCEPTANCE BY REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as  
registered agent for said corporation.

Signature Bernard J. Vinesland

Date Feb. 12, 1997

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