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Miller and Im, P.A.

Attorneys at Law

6125 Grand Blvd.
New Port Richey, FL 34652

Phone (813) 844-0787
Fax (813) 844-0847

February 24, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Hallmark Marine, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00.

Please feel free to contact me with any questions.

Sonny Im, Esq.

Enclosure
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*****70.00 *****70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 27 AM 10:26

ON MAR - 5 1997.

**ARTICLES OF INCORPORATION
OF
HALLMARK MARINE, INC.**

FILED
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DIVISION OF CORPORATIONS
97 FEB 27 AM 10:26

Article I: Name

The name of this corporation is HALLMARK MARINE, INC.

Article II: Purpose

This Corporation is organized for the purposes of engaging in any and all endeavors not illegal or prohibited by law.

Article III: Duration

This corporation shall exist perpetually, commencing as of the date of filing of these Articles of Incorporation.

Article IV: Principal Office

The principal office of this corporation and the mailing address of this corporation is 6264 Spoonbill Dr., New Port Richey, FL, 34652.

Article IV: Registered Office and Registered Agent

The name and address of the initial registered agent is John Mahoney, whose address for purposes of corporate service is 6264 Spoonbill Dr., New Port Richey, Florida 34652. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and accepts the duties, responsibilities, and obligations as Registered Agent for said corporation.

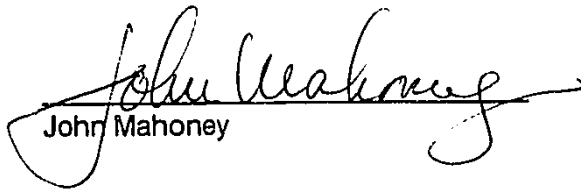
Article V: Shares

This corporation is authorized to issue 100 shares of common stock, all of which shall be common shares with par value of \$1.00 each.

Article VI: Incorporators

The name and street address of the incorporator to these Articles of Incorporation is:
John Mahoney, 6264 Spoonbill Dr., New Port Richey, FL 34652.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of the this corporation, have executed these articles of incorporation this 2nd day of February, 1997.


John Mahoney

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SECRETARY OF STATE
CORPORATIONS
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