

ACCOUNT NO. : 07210000032

REFERENCE: 503137 83549A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: August 20, 1997

ORDER TIME : 12:15 PM

ORDER NO. : 503137-005

CUSTOMER NO: 83549A

CUSTOMER: Ms. Candy L. Perryman

GLENN L. NYE, ESQ

218 D East New York Avenue

Deland, FL 32724

DOMESTIC FILING

NAME: SEATEK INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

97 AUG 20 PM 3:58

OF

SEATEK INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is SEATEK INTERNATIONAL, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation by the Department of State.

ARTICLE III. GENERAL PURPOSE

This corporation is organized for the purpose of providing engineering services for the off-shore oil industry, and for the purpose of transacting or engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL BUSINESS OFFICE

The street address of the initial business office is:

345 Ricamar Rd. Pierson, FL 32180

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of this corporation is:

Glenn L. Nye, Esq. 218-D E. New York Ave. DeLand, FL 32724

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME

ADDRESS

CAMILLE SEGNA

345 Ricamar Rd. Pierson, FL 32180

ARTICLE IX. SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

NAME

ADDRESS

GLENN L. NYE, ESQ.

218-D E. New York Ave. DeLand, FL 32724

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ______ day of August, 1997.

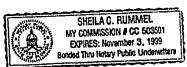
ELENN L. NYE, Subscriber

STATE OF FLORIDA COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared GLENN L. NYE, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that HE subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 184 day of August, 1997.

Shure C Rusnel
Notary Public, State of Florida
Typed Name of Notary Commission No. My Commission Expires:
Personally Known X OR Produced Identification Type of Identification Produced



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of SEATEK INTERNATIONAL, INC., hereby designates the following individual as registered agent for this corporation:

GLENN L. NYE, Esq. 218-D E. New York Ave. DeLand, FL 32724

GLENN L. NYE, Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of SEATEK INTERNATIONAL, INC.

DATED this 18th day of August, A.D. 1997,

GLENN I/ NVE