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Jesse Small	, PA andale Blvd.	77	
Suite #415			
Hallandale,	FL 33009	-	
City/State/Z	Phone #	-	
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NEW FILINGS	AMENDMENTS		
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CR2E031(1/95) Examiner's Initials

ARTICLES OF INCORPORATION

OF

OFFSHORE UNLIMITED, INC.

# ARTICLE I - NAME

The name of this corporation is OFFSHORE UNLIMITED, INC. The mineral pal address of this corporation is 7930 N.W. 14TH STREET, PEMBROKE PINES, FL 33024.

## ARTICLE II - DURATION

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

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

# ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7930 N.W. 14TH STREET, PEMBROKE PINES, FL 33024. and the name of the initial registered agent of this corporation at that address is JOHN A. CLARKE.

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name and address of the initial Board of Directors of this corporation is:

NAME

ADDRESS

John A. Clarke, President

7930 N.W. 14th Street Pembroke Pines, FL 33024

# ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

**ADDRESS** 

John A. Clarke, President

7930 N.W. 14th Street Pembroke Pines, FL 33024

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

# ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscribers have executed these Articles of Incorporation this 11+1 day of fluctuate, 1997.

JOHN A. CLARKE

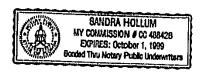
STATE OF FLORIDA COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN A. CLARKE, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11th day of Output, 1997.

Notary Public, State of Florida At Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE, THE FOLLOWING IS SUBMITTED:

FIRST THAT OFFSHORE UNLIMITED, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 7930 N.W. 14TH STREET, CITY OF PEMBROKE PINES, STATE OF FLORIDA, HAS NAMED JOHN A. CLARKE, LOCATED AT 7930 N.W. 14TH STREET, CITY OF PEMBROKE PINES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

JOHN A. CLARKE

Title: PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

John a Clarke