

1/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:41 PM

P97000095081
(H97000018419)

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: OCEAN MNG, INC.

AUDIT NUMBER.....H97000018419

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

* ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

help F1 Option Menu F2

NUM CAPS Connect: 00:15:47

FILED
97 NOV -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 6 1997

497000018419

ARTICLES OF INCORPORATION

OF

OCEAN MNG, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: OCEAN MNG, INC.

The principal place of business of this corporation shall be:
19115 Collins Avenue., Miami Beach FL 33160

FILED
97 NOV -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 500 @ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

JOSE NAR
3899 NW 7TH ST. SUITE 203
MIAMI, FL 33126
(305) 541-3980

497000018419

1197000018419

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

MICHAEL B. KAPLAN, PRESIDENT

19115 Collins Avenue.,
Miami Beach FL 33160

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

MICHAEL B. KAPLAN

19115 Collins Avenue.,
Miami Beach FL 33160

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 3 day of November, 1997

Signature(s) of Incorporator(s)

Michael Kaplan

JOSE NAR
3899 NW 7TH ST. SUITE 203
MIAMI, FL 33126
(305) 541-3980

1197000018419

H97000018419

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: OCEAN MNG, INC.

2. The name and address of the registered agent and office is:

MICHAEL B. KAPLAN

19115 Collins Avenue.,

(P.O. BOX NOT ACCEPTABLE)

Miami Beach FL 33160

(CITY/STATE/ZIP)

SIGNATURE Michael Kaplan
 (Corporate Officer)

TITLE President

DATE November 3, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Michael Kaplan
 (Registered Agent)

JOSE NAE
 3899 NW 7TH ST. SUITE 203
 MIAMI, FL 33126
 (305) 541-3980

H97000018419

FILED
 97 NOV -5 AM 8:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA