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Walk In Mail Out Will Wait Photocopy	Pick Up Time	Certified Copy Certificate of Status Certificate of Good Standing ARTICLES ONLY ALL CHARTER POCS
NEW FILINGS Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	Certificate of FICTITIOUS NAME FICTITIOUS NAME SEARCH
OTHER FILINGS Annual Report Fictitious Name Name Reservation Ordered By:	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	CORP SEARCH RECEIVED RECEIVED AND -7 PM 1: 47



ARTICLES OF INCORPORATION

FOR

OFFSHORE - HOLDINGS MANAGEMENT GROUP, INC.

The undersigned, acting as incorporators of a corporation pursuant to chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be OFFSHORE-HOLDINGS MANAGEMENT GROUP, Inc.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

1735 SW 25 AVENUE FT LAUDERDALE, FL 33312

ARTICLE III

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

ARTICLE IV

PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

Common Stock: This corporation is authorized to issue 1,000 shares of Common Stock at a par value of \$1.00. Each share of Common Stock shall entitle the holder thereof to a dividend right in the corporation. This dividend right shall be established by the Board of Directors at a duly called Board of Directors Meeting held for the purpose of declaring such dividends.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director initially. The number of Directors may either be increased or diminished from time to time in a manner provided by the ByLaws of the corporation but shall never be less than one (1).

The names and addresses of the directors constituting the initial Board of Directors are:

MELISSA MARTIN-LEWICKI 1735 SW 25 AVENUE FT LAUDERDALE, FL 33312

ARTICLE VII LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation shall be limited to those powers allowed in chapter 607, Florida Statutes.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

MELISSA MARTIN-LEWICKI 1735 SW 25 AVENUE FT LAUDERDALE, FL 33312

ARTICLE IX

<u>INCORPORATORS</u>

Then names and address of the incorporator for these Articles of Incorporation is:

MELISSA MARTIN-LEWICKI 1735 SW 25 AVENUE FT LAUDERDALE, FL 33312

The undersigned incorporator has executed these Articles of Incorporation this day of November, 1997.

3 md

Signatures of the Incorporator:

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0502, 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 the OFFSHORE-HOLDINGS MANAGMENT GROUP, INC.
- 2. The name and address of the registered agent and office is:

MELISSA MARTIN-LEWICKI 1735 SW 25 AVENUE FT LAUDERDALE, FL 33312

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature Mi Mulufuville

Date 1-03-1997