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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SOUTH FLORIDA MARINE PAINT & SUPPLY, INC.

AUDIT NUMBER.....H97000019979

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

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TALLAHASSEE, FLORIDA

S. McKnight DEC 04 1997

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(5)

ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA MARINE PAINT & SUPPLY, INC.

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE I

The name of the corporation is:

SOUTH FLORIDA MARINE PAINT & SUPPLY, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are One Hundred (100) shares at no par value.

This instrument prepared by:

John Militana, Esquire
Militana, Militana & Militana, P. A.
8801 Biscayne Boulevard, Suite 101
Miami, Florida 33138
Telephone (305) 758-6691
Florida Bar No. 148267

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ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

3922 N.E. 166th Street, #109 South
North Miami Beach, Florida 33160

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

DONALD SCHNURR, JR.

ARTICLE VII

The Corporation shall have THREE (3) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than three.

ARTICLE VIII

The name and address of the initial directors of this Corporation is:

DONALD SCHNURR, JR.	3922 N.E. 166th Street, #109 South North Miami Beach, Florida 33160
MICHAEL SCHNURR	3922 N.E. 166th Street, #109 South North Miami Beach, Florida 33160
DONALD SCHNURR, SR.	3922 N.E. 166th Street, #109 South North Miami Beach, Florida 33160

ARTICLE IX

The name and address of the person signing these Articles of Incorporation is:

DONALD SCHNURR, JR.	3922 N.E. 166th Street, #109 South North Miami Beach, Florida 33160
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ARTICLE X

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.

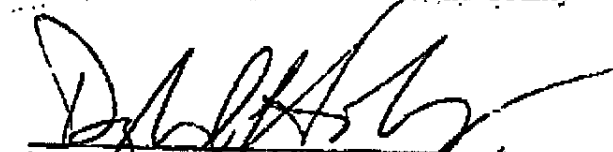
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 2nd day of December, 1997.


DONALD SCHNURR, JR.

STATE OF New Jersey)
COUNTY OF Middlesex) ss:

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DONALD SCHNURR, JR., to me known to be the person who has executed the foregoing Articles of Incorporation and he has acknowledged before me that he has executed these Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 2nd day of December, 1997.


NOTARY PUBLIC Attorney at Law
[Print name] Douglas A. Holmberg, Esq.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT WHOM THE PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST: SOUTH FLORIDA MARINE PAINT & SUPPLY, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation:

3922 N.E. 166th Street, #109 South
North Miami Beach, Florida 33160

SECOND: The name of the initial Registered Agent of this Corporation is

DONALD SCHNURR, JR.

as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.


DONALD SCHNURR, JR.

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