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467 SECOND AVENUE NORTH
ST. PETERSBURG, FL 33701

JOHN L. WALLER, P.A.

ATTORNEY AT LAW

TELEPHONE (813) 896-3181
FACSIMILE (813) 822-0726

February 20, 1998

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-02/23/98--01053--007
*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Marine Resource Services & Consultants, Inc.

Gentlemen,

Enclosed is the original and one (1) copy of the Articles of Incorporation for Marine Resource Services & Consultants, Inc. I have also enclosed a check in the amount of \$70.00 for the filing (and certified copy) fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Very truly yours,

John L. Waller

JLW/ds

Enclosures

FILED
98 FEB 23 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

clld. to advise just
getting filed for 70.00-
VCS

2/24/98
Jim

FILED

98 FEB 23 AM 10:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

MARINE RESOURCE SERVICES & CONSULTANTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be:

MARINE RESOURCE SERVICES & CONSULTANTS, INC.

The address of the principal office of this corporation shall be 467 Second Avenue North, St. Petersburg, Florida 33701, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 467 Second Avenue North, St. Petersburg, FL 33701; and the name of the initial registered agent of the corporation at that address is JOHN L. WALLER, ESQUIRE.

ARTICLE V. TERM OF EXISTENCE

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

John L. Waller President/Secretary
467 Second Avenue North
St. Petersburg, Florida 33701


Phyllis E. Styrzo Treasurer
467 Second Avenue North
St. Petersburg, Florida 33701

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles are:

John L. Waller
467 Second Avenue North
St. Petersburg, Florida 33701

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this 20th day of February, 1998.


JOHN L. WALLER

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

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

That MARINE RESOURCE SERVICES & CONSULTANTS, INC., desiring to organize under the laws of the State of Florida, with its principle office as indicated in the Articles of Incorporation at the City of St. Petersburg, County of Pinellas, State of Florida, has named JOHN L. WALLER, ESQUIRE, located at 467 Second Avenue North, St. Petersburg, FL 33701, as its agent to accept service of process with this State.

ACKNOWLEDGEMENT

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



JOHN L. WALLER, ESQUIRE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 FEB 23 AM 10:10

FILED