

**MICHAEL WM MEAD**

*Attorney at Law*

POST OFFICE DRAWER 1329  
24 WALTER MARTIN ROAD  
FORT WALTON BEACH, FLORIDA 32549-1329  
TELEPHONE (850) 243-3135  
FAX (850) 244-4849

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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

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-04/03/98--01057--001  
\*\*\*\*122.50 \*\*\*\*122.50

RE: EMERALD ISLE OFFSHORE MARINE, INC.

Gentlemen:

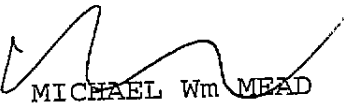
Enclosed please find the original and one copy each of the Articles of Incorporation and Registered Agent form for filing regarding the above-referenced matter. Please file and return a certified copy to this office.

Also enclosed please find my check in the sum of \$122.50 which represents the following:

Filing fee	\$ 35.00
Certified copies	52.50
Registered agent	35.00

Thank you for your assistance and cooperation in this matter.

Sincerely,

  
MICHAEL Wm MEAD  
MWM/bjg

Enclosures: a/s

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR -3 AM 11:30

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR -3 AM 11:32

## ARTICLES OF INCORPORATION

OF

### EMERALD ISLE OFFSHORE MARINE, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

#### ARTICLE I.

##### Name

The name of this corporation is: EMERALD ISLE OFFSHORE MARINE, INC.

#### ARTICLE II.

##### Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

#### ARTICLE III.

##### Term of Existence

The term of existence of the corporation shall be perpetual.

#### ARTICLE IV.

##### Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.  
Address

The principal place of business of this corporation shall be 23 Alexandria Place, Fort Walton Beach, Florida 32548 however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.  
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.  
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.  
Officers

The names and addresses of the President, Vice-President, Secretary, and Treasurer are:

MICHAEL WM MEAD  
ATTORNEY AT LAW  
24 WALTER MARTIN ROAD  
P. O. DRAWER 1329  
FORT WALTON BEACH,  
FLORIDA 32549-1329

<u>Name</u>	<u>Address</u>	<u>Office</u>
Robert Lewis Elsas	6952 Cotton Boll Navarre, FL 32566	Vice- President, Secretary & Treasurer
Robert Paul Butler	23 Alexandria Place Fort Walton Beach, FL 32548	President

ARTICLE IX.  
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Robert Lewis Elsas	6952 Cotton Boll Navarre, FL 32566	490
Robert Paul Butler	23 Alexandria Place Fort Walton Beach, FL 32548	510

ARTICLE X.  
Registered Agent

The Registered Agent of the corporation shall be ROBERT PAUL BUTLER, and the street address of the office, place of business or location for the service of process within this State shall be: 23 Alexandria Place, Fort Walton Beach, Florida 32548

ARTICLE XI.  
Incorporator

The names and addresses of the incorporators to these Articles of Incorporation are:

Robert Lewis Elsas	6952 Cotton Boll Navarre, FL 32566
Robert Paul Butler	23 Alexandria Place Fort Walton Beach, FL 32548

IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 23rd day of March, 1998.

Robert L. Elsas  
Robert Lewis Elsas

Robert Paul Butler  
Robert Paul Butler

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23rd day of March, 1998, by ROBERT LEWIS ELSAS

or ☒ who is personally known to me,  
or ☐ who has produced \_\_\_\_\_  
as identification.

OFFICIAL NOTARY SEAL  
BEVERLY J GARRETT  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC373321  
MY COMMISSION EXP. JUNE 15, 1998

Beverly J. Garrett  
Notary Public  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23rd day of March, 1998, by ROBERT PAUL BUTLER,

or ☒ who is personally known to me,  
or ☐ who has produced \_\_\_\_\_  
as identification.

OFFICIAL NOTARY SEAL  
BEVERLY J GARRETT  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC373321  
MY COMMISSION EXP. JUNE 15, 1998

Beverly J. Garrett  
Notary Public  
My Commission Expires:

STATE OF FLORIDA  
DEPARTMENT OF STATE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR -3 AM 11:32

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

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

FIRST:

EMERALD ISLE OFFSHORE MARINE, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 23 Alexandria Place, Fort Walton Beach, Florida 32548, has named ROBERT PAUL BUTLER, located at 23 Alexandria Place, Fort Walton Beach, Okaloosa County, Florida 32548 as its agent to accept service of process within this 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 said Act relative to keeping open said office.

  
ROBERT PAUL BUTLER

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MWM/bjg