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Abdiel Augustine Borges
5460 N.W. 177th Terrace
Opa-Locka, FL 33055

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 10 AM 8:47

April 5, 1998

Secretary of the State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Gentlemen:

I am enclosing Articles of Incorporation for a new corporation to be known as Reliable Captain Services, Inc.

In addition, I am enclosing my check in the amount of \$122.50 to cover the cost of filing these Articles and for a Certified Copy of the filing.

Please forward the Certified Copy to me at the address listed at the top of this letter. Thank you for your help.

Sincerely,



Abdiel Augustine Borges

RP
04-13-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CHARTER OF
RELIABLE CAPTAIN SERVICES, INC.
A CORPORATION FOR PROFIT

I, the undersigned subscriber hereto, do hereby associate myself together for the purpose of forming a corporation under the provisions of applicable Florida Statutes, for the purposes hereinafter stated and to that end do hereby certify that the Articles of Incorporation are and shall be as hereinafter set forth and subscribed by me, to wit:

ARTICLE I

The name of the corporation shall be Reliable Captain Services, Inc. The place where it is to be located and the principal place of business thereof shall be in the City of Opa-Locka in Dade County, Florida, mailing address 5460 N.W. 177th Terrace, Opa-Locka, FL 33055, which is also the registered office address, as noted below.

ARTICLE II

The general nature and object of the corporation:

1. To act as an independent Towboat Captain for hire.
2. To transact any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE III

Stock-Registered Agent

1. The corporation shall be authorized to issue five thousand (5,000) shares of Common Stock, par value \$1.00 per share.
2. The name and address of the Corporation's Registered Agent are:

Abdiel Augustine Borges
5460 N. W. 177th Terrace
Opa-Locka, FL 33055

3. I accept the designation of Registered Agent(s):

Abdiel Augustine Borges

ARTICLE IV

1. The existence of this corporation shall be in perpetuity.
2. Commencement of corporate existence shall begin with the filing of these Articles of Incorporation.

ARTICLE V

Incorporators

The name and address of the subscriber to this Charter who shall also constitute the Board of Directors for the first year are:

<u>Name</u>	<u>Address</u>
Abdiel Augustine Borges	5460 N. W. 177th Terrace Opa-Locka. FL 33055

ARTICLE VI

Directors

The affairs of the corporation are to be carried on by a Board of Directors which shall consist of not less than one (1) or more than seven (7) members, who shall be elected at the annual Stockholders Meeting. The time and place of said annual meeting and election shall be set by the Board of Directors and Stockholders shall be notified by mail of the date and place at least fifteen (15) days in advance of the meeting. Voting shall be by secret ballot and the result shall be ascertained and declared by the Secretary and the presiding officer of the meeting. No proxies will be accepted. Each Director securing a plurality of the votes cast shall be elected to serve until the next annual meeting of the Board or until his successor has been elected and qualified.

ARTICLE VII

Officers

The executive officers of the Corporation shall be a President, who must be a Director, a Vice-President, a Secretary and a Treasurer, who may or may not be Directors. The offices of Secretary and Treasurer may be held by one person. All officers shall be elected by the Board of Directors at its annual meeting immediately following the annual Stockholders' Meeting and shall hold their respective offices until the next annual meeting of the Board or until their respective successors have been elected and qualified.

Any officer may be removed at any time without cause by a majority vote of the entire Board of Directors at a meeting called for that purpose. A vacancy in any office, however caused, may be filled by the Board of Directors by a majority of those present at any meeting. The officers to hold office for the first year, or until their successors shall be elected and qualified and their respective addresses are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Abdiel Augustine Borges	President/ Treasurer	5460 N. W. 177th Terrace Opa-Locka, FL 33055

ARTICLE VIII

By-Laws

The by-laws of the Corporation are to be made, altered, or rescinded only by a majority vote of the Board of Directors.

I, the undersigned do hereby declare myself to be a bona-fide resident of the City of Opa-Locka, County of Dade, State of Florida and the incorporator of the Corporation named herein.

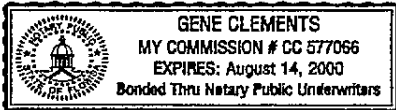
Signed this 5 day of April, 1998.

Incorporator

Abdiel Augustine Borges
Abdiel Augustine Borges

NOTARY SEAL

Mr. Borges is known to me personally. 4-5-98



Gene Clements