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Reply To: Cocoa P.O. Box

EFFECTIVE DATE
5-14-98

Mariner Square
96 Willard Street, Suite 302
P.O. Box 1807
Cocoa, Florida 32923-1807
Telephone (407) 639-1320
Fax (407) 639-6690

Imperial Plaza
Suite B104
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Melbourne, Florida 32940
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*Admitted PA, VA, TN only

May 18, 1998

Secretary of State
Division of Corporations
P. O. Bos 6327
Tallahassee, Florida 32314

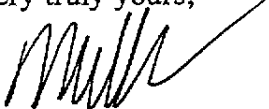
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Dear Sir:

Enclosed please find an original Articles of Incorporation for Marlin Mart, Inc. along with our check in the amount of \$122.50.

If you have any questions, please do not hesitate to contact this office.

Very truly yours,



Mitchell S. Goldman

MSG:jab
Enclosures

FILED
98 MAY 22 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 5/27/98

EFFECTIVE DATE

5-14-98

ARTICLES OF INCORPORATION
OF
MARLIN MART, INC.

FILED
98 MAY 22 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **MARLIN MART, INC.**

ARTICLE II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: MARK BUCHANAN.

The principal office of the corporation is as follows: 375 Commerce Parkway, Rockledge, Florida, 32955.

ARTICLE VI
Directors

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Director. The names and street addresses of the initial directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
MARK BUCHANAN	375 Commerce Parkway Rockledge, Florida 32955
DONALD LONG	375 Commerce Parkway Rockledge, Florida 32955

ARTICLE VII
Incorporator

The name and street address of the incorporator of this corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
MARK BUCHANAN	375 Commerce Parkway Rockledge, Florida 32955

ARTICLE VIII
Amendment

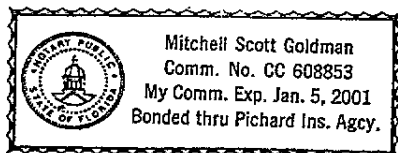
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 17 day of May, 1998


MARK BUCHANAN

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17 day of May, 1998, by MARK BUCHANAN.




NOTARY PUBLIC

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091, 607.034, the following is submitted:

MARLIN MART, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates MARK BUCHANAN as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 375 Commerce Parkway, Rockledge, Florida, 32955.


MARK BUCHANAN

DATED: May 14, 1998

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


MARK BUCHANAN

DATED: May 14, 1998

FILED
98 MAY 22 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA