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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: SEA SHANTY OF POMPANO BEACH, INC.

AUDIT NUMBER.....H98000010264

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

CERT. OF STATUS..0

PAGES..... 5

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m 6/2/98

ARTICLES OF INCORPORATION OF  
Sea Shanty of Pompano Beach, Inc.

H980000010264

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is  
Sea Shanty of Pompano Beach, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation will engage in Counseling Services permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David Hernandez  
210 University Dr. #502  
Coral Springs, FL 33071  
954-346-7288

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ARTICLE VII. Initial Registered Principal Office and Agent. The street address of the initial registered office of this corporation is: 1800 S Ocean Blvd., 210 Pompano Beach, FL 33062 and the name of the initial registered agent of this corporation at that address is Tim Niro

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ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Tim Niro  
1800 S Ocean Blvd. 210  
Pompano Beach, FL 33062

ARTICLE IX. Officers. The initial officers of the corporation will be: Tim Niro, President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Tim Niro  
1800 S Ocean Blvd. 210  
Pompano Beach, FL 33062

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

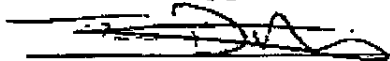
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 1800 S Ocean Blvd., 210 Pompano Bch., FL, 33062.

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IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation this 1st day of  
June, 1998.

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 (SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally  
appeared, Tim Niro known to be and known by  
me to be the person who executed the foregoing Articles  
of Incorporation and he acknowledged before me that he  
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 1st day of  
June, 1998.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

H98000010264

TO: Secretary of State of Florida Division of Corporations  
Department of State Tallahassee, FL 32304

I, Tim Niro, do hereby consent to serve as  
registered agent for the Corporation, Sea Shanty of Pompano  
Beach, Inc. this day of 1st day of June, 1998.

  
Tim Niro

Address of registered agent:

1800 S Ocean Blvd., 210  
Pompano Beach, FL 33062

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