

P98000049884

George M. Nachwalter  
Requestor's Name

13701 SW 88th St, Ste 201

Great Western Bank Bldg

Miami FL 33186-1309

City/State/Zip

Phone #

200002543792--0

-06/02/98--01032--003

\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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98 JUN -2 AM 9:07

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

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

**ARTICLE I  
Name**

The name of this Corporation is: **SEA MAX MARINE SERVICE, INC.**

**ARTICLE II  
Term of Existence**

The duration of the Corporation is perpetual.

**ARTICLE III  
Nature of Corporate Business**

The general purposes of the business, objects and intents of the Corporation proposed to be transacted, prompted and carried on are to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida.

2. To engage in Marine Services.

**ARTICLE IV  
Registered Agent**

The registered agent for the Corporation shall be **LINDA ANN MAXEY**, who shall accept service of process at **13850 S.W. 284th Street, Homestead, Florida 33033.**

**ARTICLE V**  
**Corporate Office**

The principal place of business of this Corporation shall be located at 13850 S.W. 284th Street, Homestead, Florida 33033.

**ARTICLE VI**  
**Number of Directors**

The affairs of this Corporation shall be conducted by a Board of Directors of the Corporation. The Board of Directors shall consist of two (2) members and shall never be more than five (5) members.

**ARTICLE VII**  
**Qualification of Members**

The membership of this Corporation shall constitute all persons hereinafter named as subscribers.

**ARTICLE VIII**  
**Board of Directors**

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting are:

<u>NAMES</u>	<u>ADDRESSES</u>
Charles E. Maxey, III	13850 S.W. 284th Street Homestead, Florida 33033
Linda Ann Maxey	13850 S.W. 284th Street Homestead, Florida 33033

**ARTICLE IX  
Subscribers**

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

<u>NAMES</u>	<u>ADDRESSES</u>
Charles E. Maxey, III	13850 S.W. 284th Street Homestead, Florida 33033
Linda Ann Maxey	13850 S.W. 284th Street Homestead, Florida 33033

**ARTICLE X  
Officers**

1. The officers of this Corporation shall be a President, a Secretary and a Treasurer.

2. The names and addresses of the persons who are to serve as officers of this Corporation until the first meeting of the Board of Directors, are:

<u>NAMES</u>	<u>OFFICE</u>	<u>ADDRESSES</u>
Charles E. Maxey, III	President	13850 S.W. 284th Street Homestead, Florida 33033
Linda Ann Maxey	Secretary/ Treasurer	13850 S.W. 284th Street Homestead, Florida 33033

3. The Officers shall be elected by the Board of Directors of this Corporation at each annual meeting, and as provided by the By-Laws.

**ARTICLE XI**  
**By-Laws**

1. The Board of Directors of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the Board of Directors may deem necessary from time to time.

2. Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the Officers of the Corporation at any regular meeting or any special meeting called, and properly noticed for that purpose. The Corporate Articles may likewise be amended by a majority vote of the Officers of the Corporation.

**ARTICLE XII**  
**Meetings & Conduct of Business**

The regular meeting of this Corporation shall be held on the 1st day of each month at 10:00 a.m., at the office of the Corporation, or at whatever other place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

IN WITNESS WHEREOF, I/We, the undersigned subscribing incorporators have hereunto set my/our hand and seal, this 28th day of May, 1998, for the purpose of forming this Corporation under the laws of the State of Florida.

Charles E. Maxey III  
CHARLES E. MAXEY, III, President

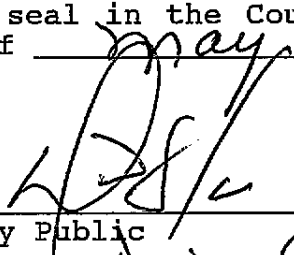
Linda Ann Maxey  
LINDA ANN MAXEY, Secretary

Linda Ann Maxey  
LINDA ANN MAXEY, Treasurer

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

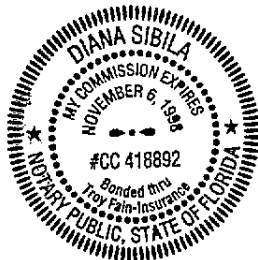
**BEFORE ME**, a Notary Public, duly authorized to take acknowledgements in the State and County aforesaid, personally appeared, **CHARLES E. MAXEY, III**, and **LINDA ANN MAXEY**, both known to me to be the persons described as subscribers in, and who executed, the foregoing ARTICLES OF INCORPORATION.

**WITNESS MY HAND** and official seal in the County and State aforesaid, on this 28th day of May, 1998.

  
Notary Public

Print: Diana Sibila

Commission Expires:

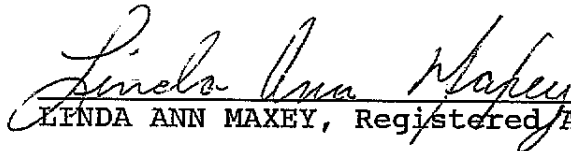


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
AND HIS/HER ADDRESS, UPON WHOM PROCESS MAY BE SERVED**

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

**FIRST** - That, **SEA MAX MARINE SERVICE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, Florida, has named **LINDA ANN MAXEY**, located at **13850 S.W. 284th Street, Homestead, Florida 33033**, as its agent to accept service of process within the State.

**ACKNOWLEDGEMENT** - Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity as Registered Agent, and agree to comply with the provision of said Act relative to keeping open said office.

  
LINDA ANN MAXEY, Registered Agent

**FILED**  
98 JUN -2 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA