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C T Corporation System.		SECRETARY OF STATE TALLAHASSEE, FLORIDA		
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STATE OF FLORIDA

FILED

ARTICLES OF INCORPORATION

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OF

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

MERSEA SHIPS II, INC.

FIRST: The corporate name that satisfies the requirements of section 607.0401 is: MERSEA SHIPS II, Inc.

SECOND: The address of the principal office, if known, and the mailing address of the corporation is:

899 Cypress Creek Road West Suite 900 Fort Lauderdale, Florida 33309

THIRD: The number of shares the corporation is authorized to issue is One Thousand (1000) each with the par value of One Dollar and No Cents (\$1.00).

FOURTH: The street address of the initial registered office of the corporation is c/o CT Corporation System, 1200 S. Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is CT Corporation System.

FIFTH: The number of directors constituting the initial board of directors is one, and the name and address of each person who is to serve as director until the first annual meeting of shareholders or until a successor is elected and shall qualify is as follows:

Steven R. Blecker

Steven R. Blecker

Suite 900
Fort Lauderdale, Florida 33309

SIXTH: The name and address of each incorporator is:

Connie Bryan

CT Corporation System
660 E. Jefferson Street
Tallahassee, Florida 32301

The undersigned has executed these Articles of Incorporation this decreased and the second street of t

Connie Bryan, Incorporator

Acceptance by the registered agent as required in section 607.0501 (3) F.S.: CT Corporation System is familiar with and accepts the obligations provided for in section 607.0505.

Dated ______ June 8 , 1998

By Come Buy

CONNIE BRYAN SPECIAL ASSISTANT SECRETARY

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SECRETARY OF STATE
TANAMASSEE FI ORIDA