

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Comet Marine Corp.

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- ☒ Art of Inc. File cert
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
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- ☒ Cert. Copy _____
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- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
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ARTICLES OF INCORPORATION
OF
COMET MARINE CORP.

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ARTICLE I

Name and Duration

The name of the Corporation is Comet Marine Corp. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Department of State.

ARTICLE II

Principal Office

The street address of the initial principal office of the Corporation is 3573 Arnold Avenue, Unit A, Naples, Florida 34104.

ARTICLE III

Registered Office and Agent

The street address of the initial registered office in the State of Florida is 3573 Arnold Avenue, Unit A, Naples, Florida 34104. The name of the initial registered agent at such address is Jerry L. Semer.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000,000 shares of Common Stock ("Common Stock"), no par value.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

Karen Nicolai Winnett

500 Newport Center Drive, Suite 700
Newport Beach, California 92660

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and street addresses of the persons who shall serve as the directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name

Address

Dean Skillman

216 W. Wayne Street
Maumee, Ohio 43537-2125

Jerry L. Semer

1491 Chesapeake
Naples, Florida 34102

Ronald A. Maglothin

142 #2 Palm Drive
Naples, Florida 34102

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Newport Beach, Orange County, California, this 9th day of June, 1998.



KAREN NICOLAI WINNETT

REGISTERED AGENT CERTIFICATE

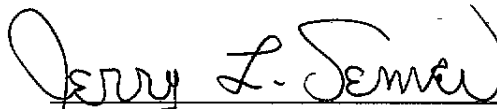
In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Comet Marine Corp. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Naples, State of Florida, has named Jerry L. Semer, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned is hereby familiar with and accepts the duties and responsibilities as registered agent for said Corporation, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that he is familiar with Section 607.0501 of the Florida 1989 Business Corporation Act.

Dated: June 10, 1998


JERRY L. SEMER

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