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TRANSMITTAL LETTER

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

COMPANY NAME : *INDUSTRIAL MARINE SERVICE, INC.*

FROM: CARLOS A. EGUEZ  
4723 NW 79 AVE,  
MIAMI, FL 33166

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-06/22/98--01066--002  
\*\*\*\*\*83.75 \*\*\*\*\*83.75

ENCLOSED: ARTICLES OF INCORPORATION,

REGISTERED AGENT AND

CHECK FOR \$75.00      CORPORATE FILLING

8.75      CERTIFICATE OF STATUS

FILED  
98 JUN 22 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JUN 24 1998

ARTICLES OF INCORPORATION  
OF  
*INDUSTRIAL MARINE SERVICE, INC.*

FILED  
98 JUN 22 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The Undersigned, has(have) executed the following document as incorporators of the above corporation, organized under the law of the State of Florida, and all rights, duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

*INDUSTRIAL MARINE SERVICE, INC.*

ARTICLE II

This corporation shall commence existence upon the filing of these articles of incorporation by the Department of State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address shall be:

11755 SW 14 TERR.  
MIAMI, FL 33184.

ARTICLE IV

The aggregate number of shares which this corporation shall have the authority to issue is the total sum of 12,000 shares, having an individual par value of \$0.10.

Unless otherwise stated in these articles, or in amendment to these articles; there shall be only one(1) class of stock of this corporation.

**INDUSTRIAL MARINE SERVICE, INC.**

**ARTICLE V (continuing)**

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state for the administration;

To make donations for the public welfare or for charity, scientific, or educational purposes;

To transact any lawful business, which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers, and employees and for any of the directors, officers and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he-she is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014.

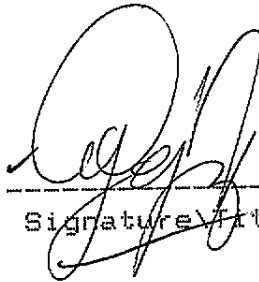
*INDUSTRIAL MARINES SERVICE, INC.*

ARTICLE VI

The initial board of directors and incorporators shall consist of a total of one person and his name and address as well as his duties are:

Octavio Yeppez.- President, Secretary, treasure  
11755 sw 14 Terr..  
Miami, Fl 33184.

The undersigned has(have) executed these articles of  
Incorporation this; 19th day of June 1998.



PRESIDENT

Signature/Title

REGISTERED AGENT\REGISTERED OFFICE

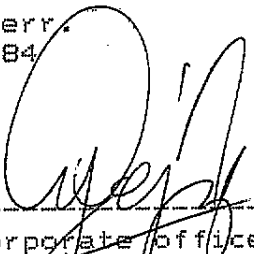
Pursuant to the provisions of section 607.0501, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent\registered office, in the State of Florida.

1.- The name of the corporation is:

INDUSTRIAL MARINE SERVICE, INC.

2.- The name and address of the registered agent an office is:

Name....: Octavio Yepes  
Address: 11755 sw 14 Terr.  
Miami, FL 33184

Signature  \_\_\_\_\_  
(corporate officer)  
Title.... PRESIDENT  
Date..... 6/19/98

Having been named as Registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

SIGNATURE  \_\_\_\_\_  
DATE 6/19/98

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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