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*Law Offices*

*Pershes & Schwartz*

PROFESSIONAL ASSOCIATION

SUITE 205

2801 UNIVERSITY DRIVE

CORAL SPRINGS, FLORIDA 33065

ROBERT E. PERSHES

ALSO MEMBER NEW YORK BAR

REGISTERED TO PRACTICE

U. S. PATENT & TRADEMARK OFFICE

JAY A. SCHWARTZ

TELEPHONE

(954) 341-2801

TELEFAX

(954) 341-9801

July 6, 1998

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-07/09/98--01053--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

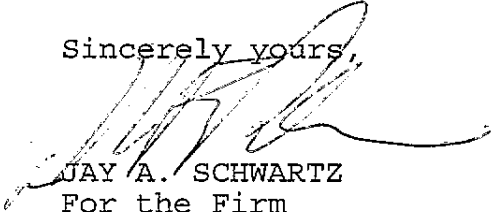
RE: Articles of Incorporation  
Our File No.: 4149

Dear Sir/Madam:

Enclosed please find the executed original Articles of Incorporation for filing. We have also enclosed our check in the amount of \$70.00 and would request that you furnish our office with a stamped copy of same upon filing.

Should further information be required, please do not hesitate to contact our office.

Sincerely yours,

  
JAY A. SCHWARTZ  
For the Firm

JAS:cs  
Enclosures

Orloff\corresp\sect-sta.ltr

98 JUL -9 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

*Carol J. Schwartz* GAVE  
NOTATION BY PHONE TO  
*Corp. Office*  
*7/13*  
*BB*

B. BROCK JUL 13 1998

APPROVED  
AND  
FILED

90 JUL -9 AM 8:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ADMIRAL SHIPPING COMPANY

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ADMIRAL SHIPPING COMPANY      The address of the principal office of this corporation shall be 21465 Crestfalls Court, Boca Raton, Florida 33428, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state or country.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share. The corporation shall have one class of stock. The corporation elects to have pre-emptive rights.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 21465 Crestfalls Court, Boca Raton, Florida 33428, and the name of the initial registered agent of the corporation at that address is Robert Orloff.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Robert Orloff Dir.	21465 Crestfalls Court Boca Raton, Florida 33428
Jolie Orloff Dir.	Same
Bonnie Custen Dir.	12444 Clearfalls Drive Boca Raton, Florida 33428
Stephen Custen Dir.	Same

**ARTICLE VII. OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert Orloff Pres.	21465 Crestfalls Court Boca Raton, Florida 33428
Jolie Orloff Treasurer	Same
Bonnie Custen Vice Pres.	12444 Clearfalls Drive Boca Raton, Florida 33428
Stephen Custen Secretary	Same

98 JUL -9 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

ROBERT ORLOFF  
21465 Crestfalls Court  
Boca Raton, Florida 33428

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Robert Orloff having been designated as Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Dated: 7/6/98

By: *Robert Orloff*  
ROBERT ORLOFF  
Registered Agent and as  
Incorporator