

ANDREW L. GRAHAM P.A.  
ATTORNEY AT LAW

1808 W. Hills Avenue  
Tampa, Florida 33606

Telephone (813) 254-8224  
Facsimile (813) 253-2284

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September 10, 1998

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

100002638341--3  
-09/14/98--01078--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Greetings:

Please file Articles of Incorporation for MARITIME FINANCIAL CORPORATION.

An original and a copy of the Articles are enclosed along with an Acceptance of Appointment as Registered Agent and a check in the amount of \$70.00. The check represents payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Appointment	35.00
Total	<u>\$ 70.00</u>

Please send the date-stamped copy of the Articles to me at the address set forth above.

Feel free to telephone me should you have any questions.

Thank you.

Sincerely,



Andrew L. Graham

ALG/cmp

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SD  
9/17

**ARTICLES OF INCORPORATION  
OF  
MARITIME FINANCIAL CORPORATION**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I NAME**

The name of this corporation is MARITIME FINANCIAL CORPORATION.

**ARTICLE II ADDRESS**

The corporation's address is 1420, Fifth Avenue, Suite 2200, Seattle, Washington 98101.

**ARTICLE III COMMENCEMENT OF CORPORATE EXISTENCE**

The corporation's existence will commence September 10, 1998; provided however, that such date is within five business days prior to the date these Articles of Incorporation are filed by the Department of State of the State of Florida. If such date is not within five business days of the date of filing, then the corporation's existence will commence on the date these Articles of Incorporation are filed by the Department of State of the State of Florida.

**ARTICLE IV BUSINESS AND POWERS**

The corporation may engage in any activity or business not prohibited by the laws of the United States or the State of Florida and will have the power and authority to do everything necessary, proper, advisable or convenient to accomplish its purposes and to do all other things incidental thereto or connected therewith which are not prohibited by law or these Articles of Incorporation.

**ARTICLE V AUTHORIZED SHARES**

The corporation is authorized to issue 10,000 shares of \$0.01 par value common stock, each of which will confer the same rights and privileges as conferred by all the other common shares of the corporation. Shareholders of the corporation will not have preemptive rights.

**ARTICLE VI INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation 2704 Highway 92 West, Winter Haven, Florida 33881 and the initial registered agent at that same address is Jonathan R. Lucas.

**ARTICLE VII INITIAL DIRECTOR**

The following individual will be the initial director of the corporation:

Jonathan R. Lucas

The initial director will hold office for the first year of the corporation's existence and until his successor is duly elected and qualified, subject to his earlier resignation, or his removal from office by the shareholders of the corporation any time with or without cause.

**ARTICLE VIII INCORPORATOR**

The name and address of the incorporator is corporation Jonathan R. Lucas, corporation 2704 Highway 92 West, Winter Haven, Florida 33881.

The undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of September, 1998.

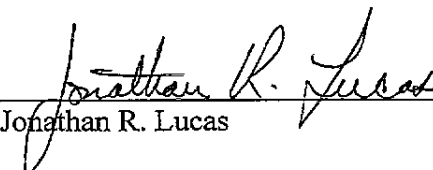
Jonathan R. Lucas  
Jonathan R. Lucas, Incorporator

## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as registered agent of the corporation set forth below. I am familiar with and accept the obligations of this position.

1. The name of the corporation is MARITIME FINANCIAL CORPORATION.
2. The name and address of the registered agent is:

Jonathan R. Lucas  
2704 Highway 92 West  
Winter Haven, FL 33881

  
Jonathan R. Lucas

Date: 9-10-98

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TALLAHASSEE, FLORIDA