98 SEP 18 AM 9:53

ACCOUNT NO. :

072100000032)N OF CORPORATIONS

REFERENCE: 964832

TALLAHASSEE TI DOIDA

AUTHORIZATION :

COST LIMIT :

THE UNITED STATES **CORPORATION**

ORDER DATE: September 17, 1998

ORDER TIME : 10:48 AM

ORDER NO. : 964832-005

CUSTOMER NO: 8304A

CUSTOMER: James T. Iannaccone, Esq 600002642996--3 JAMES T. IANNACCONE, ESQUIRE

> Cumberland Building, Suite 510 800 East Broward Boulevard Ft. Lauderdale, FL 33301

> > DOMESTIC FILING

NAME:

MARINE ENVIRONMENT FUNDING,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

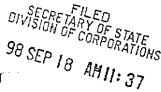
_ CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

MARINE ENVIRONMENT FUNDING, INC.

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:

MARINE ENVIRONMENT FUNDING, INC.

The address of the principal office of this corporation shall be 521 Middle River Drive, Fort Lauderdale, Florida 33304, and the mailing address of the corporation 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, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Cumberland Building, Suite 510, 800 East Broward Boulevard, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is James T. Iannaccone.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company 1013 Centre Road Wilmington, DE 19805

The undersigned incorporator has executed these

Articles of Incorporation this seventeenth day of September,

1998.

Its Agent, Karen B. Rozar

Incorporator



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

JAMES TANNACCONE, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MARINE ENVIRONMENT FUNDING, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

JAMES IANNACCONE