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Admitted to Practice in
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September 16, 1998

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DEPARTMENT OF STATE
Corporate Division
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

Attention: Secretary of State

Reference: Incorporation of
BORIS MARINE, INC.

Dear Sir/Madam:

Enclosed for filing please find original and one copy of the Articles of Incorporation for the above referenced company and our check in the sum of \$122.50 for filing fees.

Please file the original and return a stamped copy along with the certificate of incorporation. A self addressed envelope is included for your convenience.

Thank you for your prompt attention and assistance in this matter.

Sincerely,


Harvey H. Harling

HHH:ad
Enclosures

cc: Ed Kary

FILED
98 SEP 28 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 29 1998

ARTICLES OF INCORPORATION

OF

BORIS MARINE, INC.

FILED
98 SEP 28 AM 10:35
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME AND PRINCIPAL OFFICE

The name of this corporation is **BORIS MARINE, INC.** The Address of the principal office is 820 N.E. 33rd Street, Boca Raton, FL 33431-6130.

ARTICLE 2 - DURATION

This corporation shall exist perpetually commencing on the date these articles are filed with the Department of State.

ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of operating a business for providing woodworking services to the general public, and for transacting any or all lawful business permitted by statute.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock having \$1.00 par value per share.

ARTICLE 5 - INITIAL REGISTERED AGENT

The street address of the initial registered agent of this corporation is 7000 West Palmetto Park Road, Suite 409, Boca Raton, Florida 33433 and the name of the initial registered agent of this corporation at that address is Harvey H. Harling.

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

EDMUND KARY, 820 N.E. 33 rd Street Boca Raton, FL 33431-6130	Director
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ARTICLE 7 - FIRST BOARD OF DIRECTORS AND OFFICERS

The name and street address of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

EDMUND KARY, 820 N.E. 33 rd Street Boca Raton, FL 33431-6130	Director, President Secretary, Treasurer
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ARTICLE 8 - INCORPORATOR

The name and address of the person signing these articles is: Edmund Kary, 820 N.E. 33rd Street, Boca Raton, FL 33431-6130.

ARTICLE 9 - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person(s) and in the amount set opposite their names:

EDMUND KARY

1,000 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation. All unissued shares of stock must be granted with the unanimous approval, of the Board of Directors, prior to their issuance, if at all.

ARTICLE 10 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE 11 - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE 12 - INDEMNIFICATION

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

ARTICLE 13 - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation.

Any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber, has executed these Articles of Incorporation this ____ day of September, 1998.


EDMUND KARY

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of September, 1998 by Edmund Kary, who is personally known to me or who has shown DNVB license as identification, and who did take an oath.

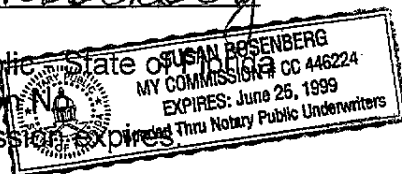


Name:

Notary Public, State of Florida

Commission No.

My commission expires



**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT OF
BORIS MARINE, INC.**

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 office/registered agent, in the state of Florida.

1. The name of the corporation is: **BORIS MARINE, INC.**
2. The name and address of the registered agent and office is: **HARVEY H. HARLING, 7000 West Palmetto Park Road, Suite 409, Boca Raton, Florida 33433.**


EDMUND KARY

Incorporator

Dated: Sept 16, 1998

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 obligations of my position as registered agent.


HARVEY H. HARLING

Dated: 9/16/98

FILED
98 SEP 28 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of September, 1998, by Harvey H. Harling, who is personally known to me and who did take an oath.

Susan Rosenberg

Name:

Notary Public - State of Florida

Commission

My commission expires

