

P98000093836

Florida Department of State
Division of Corporations
Public Access System
Sandra B. Morham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000020601 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 487-6013

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV -5 AM 10:42

FILED

FLORIDA PROFIT CORPORATION OR P.A.

MURRAY FENTON MARISERVE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

m 11/5/98

H98000020601

ARTICLES OF INCORPORATION
OF
MURRAY FENTON MARISERVE, INC.

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is:

MURRAY FENTON MARISERVE, INC.

The mailing address for the Corporation is:

1100 Ponce de Leon Blvd., Coral Gables, Florida 33134

ARTICLE II
PURPOSE AND NATURE OF BUSINESS

The purposes of this corporation and general nature of the business to be conducted are as follows:

A. To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE III
DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have

THIS INSTRUMENT PREPARED BY:
MAYNARD J. HELLMAN, ESQUIRE
FLORIDA BAR NO. 137411
1100 PONCE DE LEON BLVD.
CORAL GABLES, FLORIDA 33134
(305) 443-8282 - telephone
(305) 443-2176 - fax

H98000020601

FILED
98 NOV -5 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000020601

outstanding at any one time is one thousand (1,000) shares of Common Stock, each share having no par value.

ARTICLE V
INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Maynard J. Hellman	1100 Ponce de Leon Blvd. Coral Gables, FL 33134	1

ARTICLE VII
DIRECTORS

The initial number of Directors of this corporation shall be four (4). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and qualified, is:

2 H98000020601

H98000020601

outstanding at any one time is one thousand (1,000) shares of Common Stock, each share having no par value.

ARTICLE V
INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Maynard J. Hellman	1100 Ponce de Leon Blvd. Coral Gables, FL 33134	1

ARTICLE VII
DIRECTORS

The initial number of Directors of this corporation shall be four (4). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and qualified, is:

2 H98000020601

H980000020601

NAME

ADDRESS

Capt. John Noble

c/o Murray Fenton & Associates Ltd.
82A Southwark Bridge Rd.
London SE1 OAS England

W.D.L. Soutar

1824 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Peter N. Baker

1824 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Neil R. Maclaren

P.O. Box 610442
North Miami, FL 33261

ARTICLE IX
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1100 PONCE DE LEON BLVD., CORAL GABLES, FLORIDA, and the name of the initial Registered Agent of this corporation at that address is MAYNARD J. HELLMAN.

H980000020601

H98000020601

**ARTICLE XII
INDEMNIFICATION**

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


DATED this 4th day of November, 1998.


MAYNARD J. HELLMAN

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MAYNARD J. HELLMAN, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and who acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, Dade County, Florida, this 4th day of November, 1998.


Notary Public, State of
Florida at Large

My Commission Expires:



SHIRLEY SMITH
My Comm Exp. 5/20/99
Bonded By Service Inc
No. CC447022
 Personally Knows Other I.B.

H98000020601

