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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**PHILLIPS MARINE SERVICES, INC.**

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

W98-28620  
m 12/28/98

**ARTICLES OF INCORPORATION  
OF**

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the Corporation is Phillips Marine Services, Inc.  
The principal place of business is 9 SW 13th St. Ft. Lauderdale, FL 33315

**ARTICLE II: DURATION**

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

**ARTICLE III: PURPOSE**

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. The purpose is for marine services.

**ARTICLE IV: SUBCHAPTER S CORPORATION**

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

**ARTICLE V: CAPITAL STOCK**

The total number of shares of capital stock authorized by the Corporation will be One Thousand (1000) shares having a par value of one dollar (\$100) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

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

The initial registered agent and office of the Corporation will be Jack M. Milbery, 9 SW 13<sup>th</sup> Street, Fort Lauderdale, Florida 33315, from time to time the Corporation may move the principal office to any other address.

Prepared By: Pack Johnson Financial Management, Inc.  
9 SW 13 St.  
Ft. Lauderdale, FL 33315  
Tel: (954) 764-0404

**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

The Corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the person who is to serve as a member of the initial Board of Directors is: William L. Phillips, III, 757 S.E. 17<sup>th</sup> Street, Suite 450, Fort Lauderdale FL 33316.

**President/Vice President**

William L. Phillips, III, 757 S.E. 17<sup>th</sup> Street, Suite 450, Fort Lauderdale FL 33316.

**ARTICLE VIII: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Jack M. Milbery, 9 SW 13<sup>th</sup> Street Fort Lauderdale Florida 33315.

**ARTICLE IX: AMENDMENTS**

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 10th day of December 1998.

  
INCORPORATOR

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: Phillips Marine Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Sean A. Johnson as its agent to accept service of process within this State.

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**ACKNOWLEDGMENT:**

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

  
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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