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Florida Department of State
Division of Corporations
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To:

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

From:

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

FLORIDA PROFIT CORPORATION OR P.A.

nauticalauction.com, inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
NAUTICALAUCTION.COM, INC.

I the undersigned sole subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby endeavor to establish a Florida corporation for profit.

ARTICLE I.

The name of this corporation shall be:
Nauticalauction.com, Inc.

ARTICLE II.

The corporation may engage in any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III.

The maximum authorized capital stock of this corporation shall be One Thousand Shares (1,000) of common stock with a par value of One dollar (\$1.00) per share.

ARTICLE IV.

The street address of the corporation's initial registered office and principal place of business shall be 521 Southwest 10th Avenue, Fort Lauderdale, Florida 33312-2571. The name of the corporation's initial registered agent at this address shall be Mark W. Grainger. The principal place of business is 521 Southwest 10th Avenue, Fort Lauderdale, Florida 33312-2571.

M McCLEARY (954) 587-5445
McCLEARY & McCLEARY, P.A.
7441 Northwest 4th Street
Plantation, Florida 33317-2204

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TALLAHASSEE FLORIDA

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ARTICLE V.

This corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VI.

The sole incorporator is Mark W. Grainger of 521 Southwest 10th Avenue, Fort Lauderdale, Florida 33312-2571.

EXECUTION

Being the sole incorporator, I hereby execute these Articles of Incorporation.


Mark W. Grainger

ACKNOWLEDGMENT

In witness whereof, I hereunto set me hand and seal this 18th day of February, 1999.

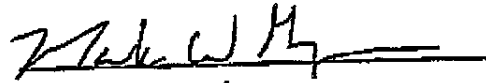

Mark W. Grainger

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ACCEPTANCE OF DESIGNATION

Having been named to accept service of process for the above stated corporation as specified in ARTICLE IV., I hereby agree to act in this capacity.


Mark W. Grainger

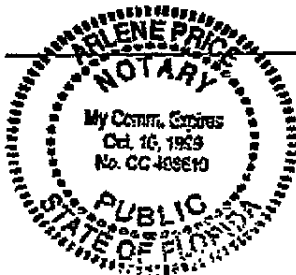
State of Florida)
County of Broward)

I hereby certify on this 18th day of February, 1999, personally appeared before the undersigned authority, Mark W. Grainger to me well known and known to me to be the person who executed, acknowledged and accepted the designation in these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid on the above date.


Notary Public

My commission expires:



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