

P99000029893

March 25, 1999

Department of State, Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-03/29/99 --01118--019
*****70.00 *****70.00

Re: REEL MARINE SERVICES INC.


Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Reel Marine Services Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

The undersigned hereby requests expedited service for this filing.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,


Kathryn A. Murphy
826 SW 13th Street, Fort Lauderdale, FL
33315

FILED
99 MAR 29 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
44-23

**ARTICLES OF INCORPORATION
OF
REEL MARINE SERVICES INC.**

ARTICLE I

The name of the Corporation is Reel Marine Services Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 826 SW 13th Street, Fort Lauderdale, FL 33315.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 826 SW 13th Street, Fort Lauderdale, Florida 33315, and the name of the Corporation's initial registered agent for service of process at such address is Kathryn A. Murphy.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Kathryn A. Murphy, 826 SW 13th Street, Fort Lauderdale, FL 33315.

IN WITNESS WHEREOF, I have hereunto set my hand this 25th day of March, 1999.


Kathryn A. Murphy
826 SW 13th Street, Fort Lauderdale, FL 33315

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Reel Marine Services Inc.
2. The name of the registered agent and office is:

Kathryn A. Murphy
826 SW 13th Street, Fort Lauderdale, Florida 33315

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.

SIGNATURE _____

DATE _____

Kathryn A. Murphy
3/26/99

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99 MAR 29 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA