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TRANSMITTAL LETTER

April 27, 1999

TO:

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-04/30/99--01048--012
*****78.75 *****78.75

SUBJECT: EDWARDS MARINE SURVEYS, INC.

FROM:

Richard L. Edwards
10621 Oleander Drive
Port Richey, FL 34668

Dear Division of Corporations:

Please find enclosed:

1. An original **Articles of Incorporation** and two copies for the above named corporation.
2. An original **Certificate of Designation of Registered Office and Registered Agent** and two copies for the above named corporation.
3. A check in the amount of \$78.75 for filing fees.

A **Certified Copy** is requested, and therefore an additional fee in the amount of \$8.75 has been included.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

Richard L. Edwards

Richard L. Edwards
Incorporator

FILED
99 APR 30 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 5 1999

**ARTICLES OF INCORPORATION
OF
EDWARDS MARINE SURVEYS, INC.**

The undersigned Incorporator, for the purpose of forming a for-profit corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1: The name of the Corporation shall be:

EDWARDS MARINE SURVEYS, INC.

ARTICLE 2: The principal place of business and mailing address of this Corporation shall be:

10621 OLEANDER DRIVE, PORT RICHEY, FL 34668

ARTICLE 3: The Corporation is authorized to issue one class of stock, that being 1000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is **restricted** according to the Bylaws of the Corporation.

ARTICLE 4: The name and Florida street address of the initial Registered Agent are:

RICHARD L. EDWARDS, 10621 OLEANDER DRIVE, PORT RICHEY, FL 34668

ARTICLE 5: The name and address of the Incorporator to these Articles of Incorporation are:

RICHARD L. EDWARDS, 10621 OLEANDER DRIVE, PORT RICHEY, FL 34668

ARTICLE 6: No Director or Officer shall be held liable to the Corporation or its Shareholders for monetary damages due to a breach of fiduciary duty, unless the breach involves disloyalty to the Corporation or its Shareholders, is the result of self dealing, lack of good faith, intentional misconduct, or illegal actions.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on the date below and hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the Incorporator is at least eighteen years of age.

Richard L. Edwards

Richard L. Edwards
Incorporator

April 27, 1999

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to The Florida Business Corporation Act, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent, in the State of Florida.

The name and address of the Corporation's Registered Agent and Registered Office are:

RICHARD L. EDWARDS

10621 OLEANDER DRIVE

PORT RICHEY, FL 34668

Having been named as the 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.

Richard L. Edwards

Richard L. Edwards
Registered Agent

April 27, 1999

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