

Division of Corporations

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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 : LITTMAN, SHERLOCK & HEIMS, INC.  
Account Number : I19980000097  
Phone : (561)287-0200  
Fax Number : (561)283 1010

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**POWELL MARINE SURVEYORS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION**  
**OF**  
**POWELL MARINE SURVEYORS, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this Corporation is POWELL MARINE SURVEYORS,  
INC.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any and  
all lawful business.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par  
value common stock which shall be designated as "common shares".

Prepared by  
Virginia P. Sherlock, Fla. Bar #893544  
Littman, Sherlock & Helms, P.A.  
P.O. Box 1197  
Stuart, FL 34995

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#### ARTICLE V. 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 VI. COMPLIANCE WITH SECURITIES ACT

Pursuant to Section 517.061, Florida Statutes, the capital stock of this corporation shall in no event be offered or sold to more than five (5) persons; no public solicitation or advertisement shall be made regarding sale of said capital stock; and no commission or compensation shall be made to any person for the sale of said capital stock other than its purchase price from the ultimate purchaser to the seller.

#### ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The street address of the principal office of this corporation is 555 NE Ocean Blvd., Stuart, FL 34996. The initial registered agent

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of this corporation is VIRGINIA P. SHERLOCK and her address is 1855 South Kanner Highway, Stuart, Florida 34994.

#### ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one member and never more than five (5) members. The name and address of the initial director of this corporation are as follows:

RAYMOND G. POWELL  
P.O. Box 2764  
Stuart, FL 34995

Directors are elected in accordance with the by-laws of the corporation.

#### ARTICLE IX. INCORPORATORS

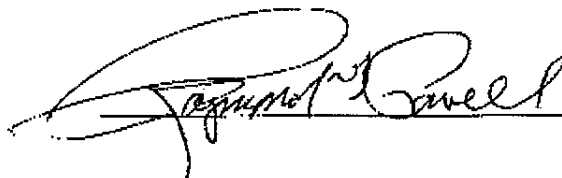
The name and address of the person signing these Articles are:

RAYMOND G. POWELL  
P.O. Box 2764  
Stuart, FL 34995

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of April, 1999.

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 (SEAL)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

That POWELL MARINE SURVEYORS, INC., desiring to organize  
under the laws of the State of Florida, with its principal office at the City of  
Stuart, County of Martin, State of Florida, as set forth in the Articles of  
Incorporation, has named VIRGINIA P. SHERLOCK, located at: 1855  
South Kanner Highway, Stuart, Florida, as its Registered Agent to accept  
service of process on the corporation's behalf within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above  
mentioned corporation, at the place designated in this Certificate, I hereby  
accept to act in this capacity and agree to comply with the provisions of  
said Act relative to keeping open said office.

  
As Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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