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ALDO OJEDA

Attorney At Law

MANUFACTURERS BANK BUILDING
4144 N. ARMENIA AVENUE
SUITE 350
TAMPA, FLORIDA 33607
TELEPHONE 813 / 877-9500

May 14, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002877290--3
-05/17/99--01103--011
****122.50 *****78.75

RE: S.H. Marine Corporation

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above company, together with a check for \$122.50. Please provide us with a certified copy of the Articles.

If you have any questions, please do not hesitate to contact me directly.

Sincerely,



Aldo Ojeda, Esquire

AO:we
Enclosure

FILED
99 MAY 17 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-24
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ARTICLES OF INCORPORATION
OF
S.H. MARINE CORPORATION

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99 MAY 17 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is S.H. MARINE CORPORATION. The address of the corporation is 1401 WICKFORD PLACE, BRANDON, FLORIDA 33611..

ARTICLE II
DURATION

The corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida or any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of the 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
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 4144 N. ARMENIA AVENUE, SUITE 350, TAMPA, FLORIDA 33607 and the name of the initial Registered Agent of the Corporation at that address is ALDO OJEDA, ESQUIRE

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial Directors of the corporation are:

VICTOR SANTANA
1401 WICKFORD PLACE
BRANDON, FLORIDA 33611

NOEL HALSALL
3415 S. 70TH STREET
TAMPA, FLORIDA 33619

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: ALDO OJEDA, ESQUIRE, 4144 N. ARMENIA AVENUE, SUITE 350, TAMPA, FLORIDA 33607.

ARTICLE IX
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

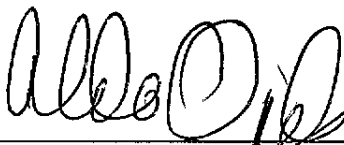
ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of May, 1999.



ALDO OJEDA, SUBSCRIBER

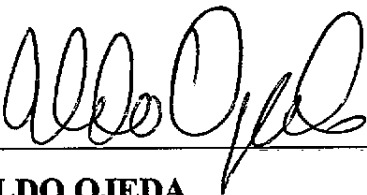
CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **S.H. MARINE CORPORATION**, desiring to organize under the laws of the State of Florida with it's principle office as indicated in the Articles of Incorporation, at 1401 WICKFORD PLACE, BRANDON, FLORIDA 33611 has named ALDO OJEDA, ESQUIRE, 4144 N. ARMENIA AVENUE, SUITE 350, TAMPA, FLORIDA 33607, its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at 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.

By: 

ALDO OJEDA

REGISTERED AGENT

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99 MAY 17 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FL 0903