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Kenneth Carriero
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Safety Harbor, Florida
34695

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY 24 AM 7:32

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Examiner's Initials

AWC

ARTICLES OF INCORPORATION
OF
IMA MARINE PROPERTIES, INC.

FILED
99 MAY 24 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be IMA MARINE PROPERTIES, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal office of the business is located at 1721 Rainbow Drive, Clearwater, Florida 33755

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 at a par value of \$.0001 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

No preemptive rights are to be granted to shareholders.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: J. Marcus Vernon whose address is 1721 Rainbow Drive, Clearwater, Florida 33755

ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator is 1721 Rainbow Drive, Clearwater, Florida 33755

ARTICLE VII - OFFICERS

The affairs of the corporation shall be administered by the Officers designated in the Bylaws as shall be elected by the Board of Directors at its first meeting, following the first annual meeting.

ARTICLE VIII - DURATION

The duration of this corporation shall be perpetual.

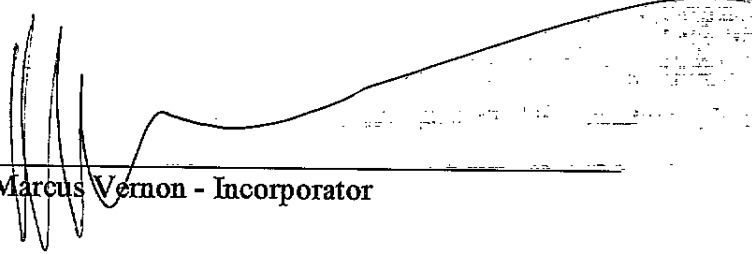
ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The initial director shall be named at the time of the initial stockholder meeting.

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right connected upon the shareholders in subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 19th day of May, 1999.



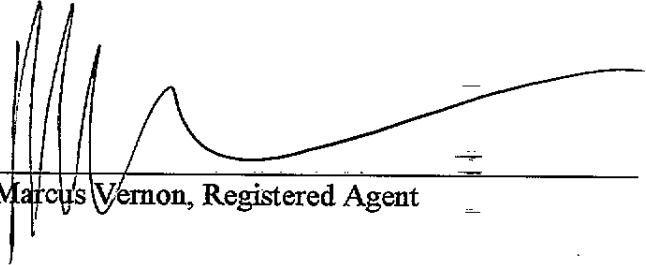
J. Marcus Vernon - Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF
PROCESS WITHIN THIS STATE**

Pursuant to the provisions of Section 607.0501, 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.

IMA MARINE PROPERTIES, INC., desiring to organize as a corporation under the laws of the State of Florida with its registered office at 1721 Rainbow Drive, Clearwater, Florida, has named J. Marcus Vernon located at 1721 Rainbow Drive, Clearwater, Florida 33755, as its Registered Agent to accept service of process within this State.

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.



J. Marcus Vernon, Registered Agent

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99 MAY 24 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA