POPODO 59701

417 E. Virginia Street, Suite 1 → Tallahassee, Florida 32302 (850) 224-8870 → 1-800-342-8062 → Fax (850) 222-1222

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Name	Date	Time
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 30, 1999

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: MILLENNIUM GROUP, INC.

Ref. Number: W99000015177

We have received your document for MILLENNIUM GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun Document Specialist

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Letter Number: 199A00034490

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ARTICLES OF INCORPORATION OF

TALLAHASSEE, FLORIDA

Millennium Marine Group, Inc.

- The name of this Corporation is Millernium Martine Group Inothe "Corporation").
- The street address of the initial principal office of the Corporation is 525 Camden Avenue, Stuart, Florida 34994; the mailing address of the initial principal office of the Corporation is the same.
- The Corporation shall have the authority to issue 100,000 shares of Common Stock, par value
 \$.01 per share.
- The name and street address of the initial registered agent of the Corporation is Lawrence P.
 Brodie, 525 Camden Avenue, Stuart, FL 34994.
- The name and address of the incorporator are Lawrence P. Brodie., 525 Camden Avenue, Stuart,
 FL 34994.

Dated: June 29, 1999.

Lawrence P. Brodie, Incorporator

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE 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.

- The name of the corporation is Millennium Marine Group, Inc.
- The name and address of the registered agent and office is:

Lawrence P. Brodie 525 Camden Avenue Stuart, FL 34994

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.

Dated: June 29, 1999

Lawrence P. Brodie, Registered Agent