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FILED

99 JUL 26 PM 1:49
TALLAHASSEE, FLORIDA

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

Re: Deepmarlin, Inc.



Enclosed please find original and one copy of the Articles of Incorporation for the above referenced corporation.

We have enclosed a check for:	
	\$70.00 - Filing Fee Only
	\$78.75 - Filing Fee and Certificate
\boxtimes	\$122.50 - Filing Fee, Registered Agent and Certified Copy Fee
	\$131.25 - Filing Fee, Registered Agent, Certified Copy Fee and Certificate
	\$167.50 - Filing Fee, Registered Agent, Certified Copy Fee and Certificate and Corporate Kit

Date: July 23, 1999 SOUD 294 1899 --- 4
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*****122.50 ******78.75

Name and Title: John M. Duff, III - President

Address: P.O. Box 32703, Palm Beach Gardens, FL 33420

Phone Number: (561) 626-1642

AUTHORIZATION BY PHONE TO CORRECT MA. TY II DOC. EXAM Sour Brown



ARTICLES OF INCORPORATION

OF

99 JUL 26 PH 1:49
TALLAHASSEE, FLORIDA

Deepmarlin, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Deepmarlin, Inc.

Prin. Address: 12824 Sugarcreek Drive - Palm Beach Gardens, FL 33418

Mailing Address: P. O. Box 32703 - Palm Beach Gardens, FL 33420

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - GENERAL PURPOSE

The general purpose for which the corporation is organized is:

To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Five hundred (500).

Such shares shall be of a single class, and shall have a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED AGENT AND REGISTERED OFFICE:

The name and address of the initial registered agent and initial registered office is

John M. Duff, III

12824 Sugarcreek Drive
Palm Beach Gardens, FL 33418 =--

The principal office address shall be the same as the office of the registered agent.

ARTICLE VI - EFFECTIVE DATE

The effective date of the corporation shall be:

July 23, 1999

ARTICLE VII - INCORPORATORS

The name(s) and address(es) of the incorporator(s) is (are):

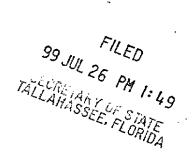
John M. Duff, III P.O. Box 32703 Palm Beach Gardens, FL 33420

ARTICLE VIII - TRANSFER OF STOCK

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within ninety (90) days from the written notice thereof, the stockholder shall have the right to dispose of the shares as he/she sees fit.

Executed by the undersigned at West Palm Beach, Palm Beach County, Florida, on the 23rd day of July, 1999

John M. Duff, III



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating it's registered agent and registered office, in the State of Florida.

The name and address of the registered agent and office is:

John M. Duff, III

12824 Sugarcreek Drive

Palm Beach Gardens, FL 33418

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.

John M. Duff, III

DATE