



1-49000086941  
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Erik V. Korzilius  
Attorney at Law

Real Estate Law  
Business Law

Title Insurance  
Wills - Trusts - Estate Planning

Environmental Law  
Corporate Law

Bruce P. Korzilius  
Special Consultant  
(Not a Member of the Florida Bar)

September 28, 1999

**SENT VIA OVERNIGHT COURIER**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

600003000476--0  
-09/29/99-01060--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: EARNEST VENTURES, INC.  
KOHL OFFSHORE HOLDINGS LTD., INC.

Enclosed is an original and one (1) copy of the articles of incorporation, an original certificate designating registered agent and registered office, and a check for:

Filing Fee & Certificate (Earnest Venture) - \$78.75  
Filing Fee & Certificate (KOHL, Inc.) - \$78.75

FILED  
99 SEP 29 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM: EARNEST VENTURES, INC.  
LTD., INC.

Robert Antoinette  
7375 Manasota Key Road  
Englewood, Florida 34223  
(941) 726-3033

KOHL OFFSHORE HOLDINGS

Erik V. Korzilius  
1011 Princess Lane  
Venice, Florida 34293  
(941) 493-3115

Please return the filed Articles and Certificates of Status in the **REUSABLE** overnight courier packet with the enclosed pre-addressed label.

Sincerely,

Erik V. Korzilius

Enclosures

PH 10/1/99 ✓

ARTICLES OF INCORPORATION  
OF  
EARNEST VENTURES, INC.

FILED  
99 SEP 29 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of *Florida Statutes* Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation ("Corporation") is EARNEST VENTURES, INC.

**ARTICLE II**

The existence of the corporation shall begin upon the filing of these Articles with the Florida Department of State, Division of Corporations.

**ARTICLE III**

The street address of the principal office of the Corporation is 7375 Manasota Key Road, Venice, Florida 34293.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is 10,000,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

## ARTICLE V

The initial street address of the Corporation's registered office is 7375 Manasota Key Road, Venice, Florida 34293. The initial registered agent for the Corporation at that address is ROBERT ANTOINETTE.

## ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Robert Antoinette	7375 Manasota Key Road, Venice, Florida 34293
Charles Blumetti	7375 Manasota Key Road, Venice, Florida 34293

## ARTICLE VII

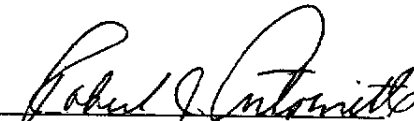
The name and street address of the person signing these articles of incorporation is:

Name	Address
Robert Antoinette	7375 Manasota Key Road, Venice, Florida 34293

## ARTICLE VIII

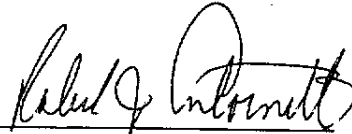
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 22 day of September, 1999.

  
Name: ROBERT ANTOINETTE

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for EARNEST VENTURES, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to *Florida Statutes* §607.0501(3).



Name: ROBERT ANTOINETTE

Date: September 22, 1999

FILED

99 SEP 29 PM 12:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA