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JOHN H. POWER
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1413 21st Street, Suite A
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October 19, 1999

Division of Corporations
Attention: New Filings Division
Post Office Box 6327
Tallahassee, FL 32314

1999 OCT 25 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Re: Enclosed Articles of Incorporation and
Registered Agent Certification

Dear Sir or Madame:

Please find enclosed the original and one copy of the executed copies of Articles of Incorporation and Registered Agent Certificate.

Also enclosed is my client's check made payable to the Secretary of State in the amount of \$78.50 to cover the following charges:

Filing fee	\$35.00
Certified copy	\$8.75
Registered Agent fee	\$35.00
TOTAL	\$78.75

Please forward the certified copy and certificate of incorporation at your earliest convenience.

Sincerely yours,

John H. Power
Enclosure(s): as indicated herein

8000003024028-9
-10/25/99-01038-006
*****78.75 *****78.75

Please mail paper work to corporate address

3151 SR 84

Fort Lauderdale FL 33312

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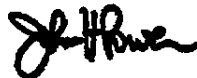
FAX TRANSMITTAL SHEET

TO: Angie
FAX NUMBER: 1.850.487.6804
FROM: John H. Power
DATE: October 27, 1999
SUBJECT MATTER: Power Services, Inc.

TOTAL PAGES INCLUDING COVER SHEET: 1

REMARKS: I was hoping that Power Services, Inc. was available but, as Mick Jagger says, you can't always get what you want. Please change the name to Tom Power Services, Inc.

Thank you for your attention in this matter.



John H. Power

DATE FAXED:

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ARTICLES OF INCORPORATION
OF
TOM POWER SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is TOM POWER SERVICES, INC.

ARTICLE II - LOCATION

The principal office of Power Services, Inc. is located at 3151 State Road 84, Ft. Lauderdale, FL 33312.

ARTICLE III - DURATION

The period of duration is perpetual.

ARTICLE IV - PURPOSE

The purpose of the corporation is to engage in the following business matters: Yacht services and in any other activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE V - CAPITAL STOCK

The corporation shall have the authority to issue 100 shares of common stock of \$1.00 par value per share.

ARTICLE VI - RESTRICTION ON SALE OF STOCK

The corporation shall have the power to include in its by-laws any regulatory or restrictive provisions relating to the proposed sale, transfer or other disposition of any of its outstanding stock by any of its shareholders or in the event of the death of any of its shareholders. The manner and form, as well as all relevant terms, conditions and details thereof shall be determined by the Board of Directors of this corporation; provided, however, that no such regulatory or restrictive provision shall affect the rights of third parties without actual knowledge thereof, unless such provision or notice thereof shall be plainly written upon the certificates evidencing the ownership of said stock.

ARTICLE VII - INITIAL REGISTERED OFFICER AND AGENT

The initial registered agent shall be Tom Power and the address of its initial registered office is 3151 State Road 84, Ft. Lauderdale, FL 33312.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is 1 and the names and addresses are:

Tom Power
3151 State Road 84
Ft. Lauderdale, FL 33312

ARTICLE IX - INCORPORATORS

The name and address of the incorporator is Tom Power, 3151 State Road 84, Ft. Lauderdale, FL 33312.

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment or addition hereto, or to add additional articles hereto, either by action of its Board of Directors or by action of its shareholders, and any right conferred upon the shareholders is subject to this provision.

ARTICLE XI - DATE OF INCORPORATION

The effective date of incorporation shall be the date these Articles are approved by the Department of State, State of Florida.

In witness whereof, the undersigned subscriber has executed these Articles of Incorporation of TOM POWER Services, Inc. on October 19, 1999.



Tom Power

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned authority, a notary public in and for the State of Florida, this day personally appeared Tom Power to me well known to be the person described herein and who executed the foregoing Articles of Incorporation of TOM Power Services, Inc., and he acknowledged before me the execution thereto to be his free act and deed for the uses and purposes therein mentioned and intended.

Witness my hand and official seal at Vero Beach, Indian River County, Florida on October 19, 1999.


Notary Public, State of Florida

KRISTI A. WILLIAMS
COMMISSION # CC 603669
EXPIRES NOV 24, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED

1999 OCT 25 AM 11: 31

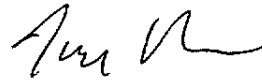
REGISTERED AGENT CERTIFICATE
STATE OF FLORIDA, DEPARTMENT OF STATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate is submitted in compliance with Sections 48.091 and 607.034 of the Florida Statutes, designating a Registered Agent upon whom Service of Process may be accomplished and designating a Registered Office for the Service of Process within the State of Florida.

APPOINTMENT

The undersigned Authorized Incorporator in compliance with the Laws of the State of Florida, of Tom Power Services, Inc., incorporating (or incorporated) under the Laws of the State of Florida, with its principal office located at 3151 State Road 84, Ft. Lauderdale, FL 33312, does hereby appoint Tom Power as Registered Agent and 3151 State Road 84, Ft. Lauderdale, FL 33312 as the Registered Office of the Corporation, to accept Service of Process as the Corporation's Registered Agent at the Registered Office.



Tom Power

ACCEPTANCE

I, the undersigned, agree as Registered Agent to accept Service of Process, to keep the Registered Office open during the hours prescribed by law and to post my name {and the name of any other officers of the Corporation authorized by Law to accept Service of Process at the stated Florida address} in some conspicuous place in the Registered Office as required by law.



Tom Power
Registered Agent

Date: October 19, 1999