

ID Number: 109617



Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

ORIGINAL ARTICLES OF INCORPORATION

1. The name of the corporation is Kiwi Marine Services, LTD inc.

[illegible]

2. The period of its duration is (if perpetual, so state) perpetual

To repair and refit power and sail boats and the transaction of any
or all lawfull business for which corporations may be incorporated under
Chapter 7-1.1 et seq. of the General Laws, 1956, as amended.

(a) If only one class: Total number of shares 1,000 (If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

All of such shares to be without par value

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(b) *if more than one class:* Total number of shares _____ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles);

5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

None

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6. Provisions (if any) for the regulation of the internal affairs of the corporation:

None

7. The address of the initial registered office of the corporation is 14 Regatta Road
(Street)

Portsmouth, RI 02871 and the name of its initial registered agent at such address is
(City/Town) (Zip Code)

Daniel Kerr

8. The number of directors constituting the initial board of directors of the corporation is 1 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

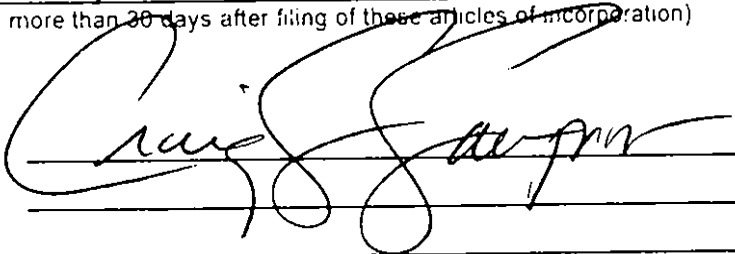
Title	Name	Address
	<u>Daniel Kerr</u>	<u>14 Regatta Road, Portsmouth, RI 02871</u>

9. The name and address of each incorporator is:

Name	Address
<u>Craig S. Sampson</u>	<u>39 Bellevue Ave., PO Box 131, Newport, RI 02840</u>

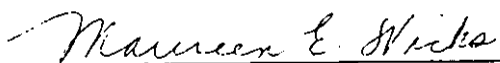
10. Date when corporate existence to begin: upon filing of Articles of Incorporation
(not more than 30 days after filing of these articles of incorporation)

Dated December 3, 1999


Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF NEWPORT

In Newport, on this 3rd day of December, 1999, personally appeared
before me Craig S. Sampson,
each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally
acknowledged said instrument by them subscribed to be their free act and deed.


Notary Public
My Commission Expires: 7/21/02