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To:  
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From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

ESCARMENT SHIPPING TERMINAL, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
ESCARMENT SHIPPING TERMINAL, INC.

The undersigned subscriber of these Articles of Incorporation, natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

**FIRST:** The name of the corporation is:

ESCARMENT SHIPPING TERMINAL, INC.

**SECOND:** The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**THIRD:** The maximum number of shares which this corporation is authorized to have outstanding at any time shall be 100 shares, having a One (\$1.00) Dollar value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators, or by the directors at a meeting called for such purpose, or at the organization meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on much of the capital stock as the directors of the company may decide.

Prepared by: Corey E. Hoffman  
Florida Bar No. 229776  
3250 Mary Street  
Suite 400  
Coconut Grove, FL 33133  
(305)442-4333

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FOURTH: The amount of capital with which the corporation may begin business will not be less than One Hundred (\$100.00) Dollars.

FIFTH: The corporation is to have perpetual existence.

SIXTH: The principal place of business of this corporation shall be: 3464 NW N. RIVER DRIVE, MIAMI, FLORIDA 33142.

SEVENTH: The number of directors constituting the initial board of directors is One (1).

EIGHTH: The name and post office address of the President, Secretary/Treasurer, and the names of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, is the following:

**PRESIDENT, SECRETARY/TREASURER, DIRECTOR**  
Modira Escarment  
3464 NW N. River Drive  
Miami, FL 33142

NINTH: The name and post office address of the incorporator is:

Modira Escarment  
3464 NW N. River Drive  
Miami, FL 33142

TENTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

- a. To make and alter the by-laws at pleasure.
- b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the

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property and franchises of this corporation.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

IN WITNESS HEREOF, the party has hereunto set his hand and seal on this 2 day of ~~January~~ February, 2000.

  
\_\_\_\_\_  
MODIRA ESCARMENT - INCORPORATOR (SEAL)

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida, County of Miami-Dade, to take acknowledgments, personally appeared MODIRA ESCARMENT, who after being placed under oath and acknowledged the foregoing instrument.

WITNESS my hand and official seal in the State of Florida, County of Miami-Dade, this 2 day of ~~January~~ February, 2000.

My Commission Expires:

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE



LIANA M. FEHL  
Comm. No. CC 696991  
My Comm. Exp. Nov. 28, 2001  
Bonded thru Pichard Ins. Agcy.

\_\_\_\_ Personally known to me  
\_\_\_\_ Produced identification  
\*\*\*\*\*  
\_\_\_\_ Did take an oath  
\_\_\_\_ Did not take an oath

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted, in compliance with said Act:

First-That ESCARMENT SHIPPING TERMINAL, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation of Miami-Dade County, State of Florida has named MODIRA ESCARMENT, 3464 NW N. River Drive, Miami, FL 33142 as its agent to accept service of process within the state.

**ACKNOWLEDGMENT: ( MUST BE SIGNED BY DESIGNATED AGENT )**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:   
MODIRA ESCARMENT, REGISTERED AGENT

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