

P950008184

Law Offices of
THOMAS G. SHERMAN, P.A.
218 ALMERIA AVENUE
CORAL GABLES, FLORIDA 33134

Telephone (305) 448-5898

FILED
95 JAN 26 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Telefax (305) 445-4458

January 25, 1995

800001398428
-02/06/95--01061--008
***105.00 ***105.00

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE

1-27-95

Re: Inte-Maritime Container Lines, Inc.

To Whom It may Concern:

In reference to the above captioned, enclosed is an original and one copy of the Articles of Incorporation for filing. Also enclosed is a check in the sum of \$122.50 to cover your fee for same. Please forward a copy of the filed Articles of this corporation to the undersigned at your earliest convenience.

Thank you for your attention to this matter. Should you have any questions regarding the foregoing, please contact me.

Three C.C.'s

Sincerely,



Barbara Sanjurjo
Legal Assistant

400001390874
-01/26/95--01121--010
***122.50 ***122.50

TGS:SL
ENC'S.

D. BROWN FEB - 1 1995

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THOMAS G. SHERMAN, P.A.
218 ALMERIA AVENUE
CORAL GABLES, FLORIDA 33134

Telephone (305) 448-5898

Telefax (305) 445-4458

January 30, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Attention: Tim Murphy

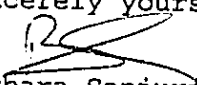
RE: Inter-Maritime Container Lines, Inc.

Dear Mr. Murphy:

As per our phone conversation with regard to the above referenced, enclosed please find Check No. 1399 payable to the Secretary of State in the total sum of \$105.00. This check represents payment for two additional certified copies we have requested. Please send our original and the certified copies together.

If you have any questions, please do not hesitate to contact our office.

Sincerely yours,


Barbara Sanjurjo
Legal Assistant

EFFECTIVE DATE
1-27-95

ARTICLES OF INCORPORATION
OF
INTER-MARITIME CONTAINER LINES, INC.

FILED
95 JAN 26 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Inter-Maritime Container Lines, Inc. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 2601 NW 104th Court, Miami, Florida 33172.
- THIRD:** The corporation is authorized to issues 7,500 shares of common stock, par value \$1.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 218 Almeria Avenue, Coral Gables, Florida 33134.
- FIFTH:** The name and address of the incorporator of the Corporation is: Thomas G. Sherman, Esquire, 218 Almeria Avenue, Coral Gables, Florida 33134.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Martin G. Mann
Cedar Lane, Sands Point, New York 11050

Robert B. Mann
45 East End Avenue, New York, New York 10028

and the initial Officers of the Corporation shall be:

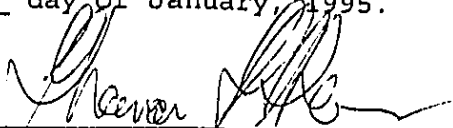
Martin G. Mann	President
Robert B. Mann	Executive Vice President
Howard B. Mann	Vice president and Secretary
Marcelino Vazquez	Assistant Secretary

EIGHTH: The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on January 27, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25 day of January, 1995.




Thomas G. Sherman, Incorporator

FILED
95 JAN 26 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Thomas G. Sherman, Esquire

CONTACT:

P9500000 8184

OFFICE USE ONLY (Document #) 389349

UCC FILING & SEARCH SERVICES, INC.
(Requestor's Name)

526 EAST PARK AVENUE
(Address)

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

OFFICE USE ONLY

FILED
97 MAY 22 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FL

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 700002185807--4
-05/21/97--01001--009
*****87.50 *****87.50
1 _____ (Corporation Name) _____ (Document #)

2 _____ (Corporation Name) _____ (Document #)

3 _____ (Corporation Name) _____ (Document #)

4 _____ (Corporation Name) _____ (Document #)

RUSH

- Walk In
- Mail Out
- Will Wait
- Photocopy
- Pick Up Time

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS
- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

Handwritten notes: 5/17, 2/21, etc.

Handwritten initials: NC, etc.

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
97 MAY 20 PM 4:07
HOLD FOR PICKUP BY UCC SERVICES

Examiner: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 MAY 22 PM 1:41
DIVISION OF CORPORATIONS

May 21, 1997

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: INTER-MARITIME CONTAINER LINES, INC.
Ref. Number: P9500008184

We have received your document for INTER-MARITIME CONTAINER LINES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 497A00027408

corrected

5.21.97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Inter-Maritime Container Lines, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article FIRST shall be struck in its entirety and the following shall be inserted:

"FIRST: The name of the Corporation is Inter-Maritime Container Lines Florida, Inc. (the "Corporation")."

FILED
97 MAY 22 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 19, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group"
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 19 of May, 1997

Signature



Howard B. Mann, President

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title