Florida Department of State

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FOREIGN PROFIT/NONPROFIT CORPORATION AFRICA CAR CARRIER - ACC (OFF SHORE)

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9/28/2010

This must



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KATHARINE MEYER kmeyer@gkglaw.com

DIRECT DIAL DIRECT FAX (202) 342-6775 (202) 342-5205

September 27, 2010

CANAL SQUARE
1054 THIRTY-FIRST STREET, N.W.
WASHINGTON, D.C. 20007-4492
TELEPHONE: (202) 342-5200
FACSINGLE: (202) 342-5219
www.gighw.com
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Ms. Diane Cushing
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Africa Car Carrier -ACC (Off Shore) (a Lebanese corporation)

Dear Ms. Cushing:

Thank you for speaking with me on Tuesday, September 21, 2010 about Africa Car Carrier—ACC (Off Shore), a company incorporated in Lebanon ("ACC"). Attached is an Application by Foreign Corporation for Authorization to Transact Business in Florida for ACC.

As we discussed, in <u>Section 1</u> of this Application, ACC has been named "ACC Africa Car Carrier – ACC (Off Shore) (a Lebanese corporation)" for the purpose of doing business in Florida. We have altered ACC's name because ACC is filing a Form FMC-18 Application for a License as an Ocean Transportation Intermediary (the "OTI Application") with the Federal Maritime Commission (the "FMC"). The FMC has notified us that it will reject ACC's OTI Application if ACC places the words "Incorporated" "Company" or "Corporation" immediately after its name. The FMC has agreed, though, to accept the words "a Lebanese corporation" in parentheticals after ACC's name.

Additionally, we have attached copies of the original and translated versions of ACC's Lebanese Certificate of Existence for your review.

We greatly appreciate your understanding in this matter. Please let me know if you have any questions. I can be reached at 202-342-6775. Thank you.

Very truly yours

Katharine Meyer

Enclosures

INTERLAW.

An International Association of Independent Law Firms in Major World Centers

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

(Enter name of c	er - ACC (Off Shore) (a Lebanese corporation) proporation; must include "INCORPORATED," prp," "Inc," "Co," or "Corp.")	'COMPANY," "CORPORATION,"	
:	able in Florida, enter alternate corporate name ad	opted for the purpose of transacting be	ısiness in Florida)
2. Lebanon	under the law of which it is incorporated)	(FEI number, if applicate	
State or country	5. P		ole)
	of incorporation) (Duration: Year corp. will cease to exi	st or "perpetual")
6, N/A			70 N
·	(Date first transacted business in F (SEE SECTIONS 607.1501 & 607.1502		SEP SEP
13453 Main Stree	t, Suite 505, Jacksonville, FL 32218		3 m 2 m 3
: Same as above	(Principal office addres	s)	338 J
:	(Current mailing address	s)	
g transportation se	vices		岩岩 岁
(Purpose(s	of corporation authorized in home state or coun	try to be carried out in state of Florida)
. Name and stree	t address of Florida registered agent: (P.O. I	Box NOT acceptable)	
Name:	Corporation Service Company	_	
Office Address:	1201 Hays Street	_	
,	Tallahassee	, Florida <u>32301</u>	
	(City)	(Zip code)	
Taving been nam lesignated in this urther agree to co and I am familior	ent's acceptance: ed as registered agent and to accept service application; I hereby accept the appointmen imply with the provisions of all statutes rela with and accept the obligations of my positi orporation Service Company	t as registered agent and agree to tive to the proper and complete pe	act in this capacity.

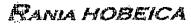
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

(Registered agent's signature)

12. Names and business addresses of officers and/or directors:

2010 SEP 28 A 10:		
	28 A jo	4 10 mm m (K. brown)))))))))))))

A. DIRE	CTORS	•	
Chairman:	Majed Ghammachi		
	119 Quoi de l'Industrie, 1980 Brussels, Brussels, Belgium		
Vice Chris	man: Georges Al Moujabber		
	a.)		
Address:	Same at above		
Director:	Ellanor Joseph Moussa Al Moujabber	· · · · · · · · · · · · · · · · · · ·	
Address:	same as above		
Director:			
Address:			
B. OFFI		FS	2010
	Majed Ghammachi	<u> </u>	- <u></u>
Address:	119 Quai de l'Industrie, 1020 Brussels, Brussels, Belgium	257.13 60 82	- (5)
		<u> </u>	2
Viće Presi	dent: Ahmed K. Osman	ma.	
	150 Chausse d'Anvers, Boite 5R, 1000 Brussels Belgium	77 6	$\overline{}$
	•	36	Ç
Secretary:		Ella	<u> </u>
Address:			
Trésurer:			
Address:			
	If necessary, you may attach an addendum to the application listing additional officers and	or directors.	
13.	(Signature of Director or Officer listed in number 12 of the application)		
14. Majo	d Ghammachi, President		
. —	(Typed or printed name and capacity of person signing application)	 -	



SWORN TRANSLATOR

PRADUCTRICE ASSERMENTEE

0380423

المية هييشك منزجمة سطلة خبيرة لدى المتاكم

Bechara, Zaatar & Associates Law Firm

Baabda on 19,08,2010

HOBEICA_REHOTMAIL.COM

To the Trade Register in Beirut Request of certificate Presented by

The petitioner: Africa Car Carrier - ACC (Off Shore)
via its attorney the lawyer Faouzi Bechara

Subject: Request of certificate

Whereas the petitioner is a trade company registered at the trade register in Beirut by number 1380,

Therefore.

The petitioner is kindly soliciting you to deliver her a certificate of the existence of any charges or lawsuits or manages or any records of any type on its shares.

Respectfully yours
Bechara, Zaatar & Associates Law Firm
By:proxy
The Lawyer Faouzi Bechara
(Signature and seaf)
19.08,2010

Number 1380

To be returned to the petitioner certifying that on 07.05.2002, under number 1380 was registered at the public trade register in Beirut, the Off Shore company under the trade name: "Africa Car Carrier - ACC (Off Shore)"

Its capital is twenty thousand US dollars divided into two thousands shares; by virtue of the attendance list on 04.01.20410 as follows:

Elianor Joseph Moussa AL MOUJABBER (1996 shares); Majed GHAMMACHI (2 shares); Georges AL MOUJABBER (2 shares);

The person authorize to sign is the President of the board of directors - General Manager Mr. Majed GHAMMACHI and the vice president Mr. Georges Al. MOUJABBER conjointly and separately

This company is still working and is registered until this date knowing that there are no registered notes or any mortgages existing on its register.

The present certificate is delivered upon request.

Beirut on 19.08.2010 (Signature and seal)

True translation of the text enclosed 20,08,2010

The Sworn Translator Rania HOBEICA

Branca I (Lightena e materia)





Bechara, Zaatar & Associates Law Firm

Faouzi Bechara — Latife Zaatar- Tony Bechara
Sahna Ayrout- François Elias — Rita Hajj Moussa- Wissam Rahal
Mario younes— Mariam Siala — Antoine Ghosh-Joyce Bechara
Gabriel Conter, Procidential Boulevard, Beabda, Beirut, Lebanon
P: 981 5 459 849 F: 981 5 457 135 C: 981 3 272 017
E: hawoffice@dm.net.lb
Websits.www.becharalaw.com

بعيدا في: 2010/8/19

جانب السجل التجاري في بيروت المحتوم طلب إفادة

مقدم

من المستدعية : شركة الأفريقية لشحن السيارات (أوف شور) بواسطة وكيلها المحامي فوزي بشارة

الموضوع: طلب إفادة

جهة الطلب :

لما كانت المستدعبة هي شركة تجارية مسجلة لدى أمانة السحل التحاري في بيروت برقم 1380. لذاـــــك ،

تر حوا المستدعية من حضرتكم إعطاءها إفادة عن اسماء الشركاء وأسماء المفوضين بالتوقيع ، وأيضاً إعطاءها إفادة عما إذا كان هناك أية إشارات أو دعاوى أو رهونات أو أية قيود من أي نوع كان على أسهمها .

بكل تحفظ واحترام

مكب بشارة ، زعتر وشركاهما للمحاماة

بالوكالة / الحالي فوزي بشارة

مكب بشارة على موزي بشارة

مكب بشارة على موزي بشارة

مكب بشارة على موزي بشارة على موزي

- با سائل خشردا المعاد دور الجرائي مشي الله المد المعادي معاد المعاد ال

