



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 329356 4327828

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : August 3, 1999

ORDER TIME : 11:57 AM

ORDER NO. : 329356-010

CUSTOMER NO: 4327828

400002952944--9

CUSTOMER: Stuart J. Haft, Esq
Alley Maass Rogers & Lindsay,
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

FOREIGN FILINGS

NAME: CENTRAL AMERICAN CHARTERING,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
99 AUG -6 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
99 AUG -6 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. CENTRAL AMERICAN CHARTERING, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY" OR "CORPORATION"
or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead
of a natural person or partnership if not so contained in the name at present.)

2. State of Delaware 3. 65-0927543
(State of incorporation) (FEI number)

4. June 15, 1999 5. Perpetual
(Date of Incorporation) (Duration)

6. August 10, 1999
(Date corporation will transact business in Florida.)

7. 8440 SW 165 Terrace
Miami, Florida 33157
(Current mailing address)

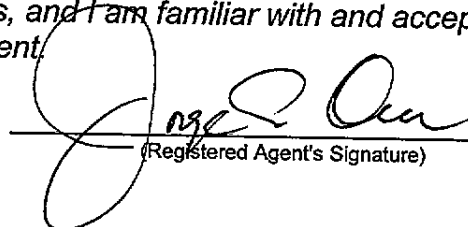
8. Any or all lawful business
Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida

9. Name and street address of Florida registered agent:

Jorge A. Oria
(Name)
8440 SW 165 Terrace
(Office Address)
Miami, Florida, 33157
(City) (Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this application, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relative to the proper and complete
performance of my duties, and I am familiar with and accept the obligations of my
position as registered agent.*


(Registered Agent's Signature)

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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.

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

A. DIRECTORS

Director: Jorge A. Oria

Address: 8440 SW 165 Terrace

Miami, FL 33157

Director: Albert J. Pernas

Address: 8440 SW 165 Terrace

Miami, FL 33157

B. OFFICERS

President: Albert J. Pernas

Address: 8440 SW 165 Terrace

Miami, FL 33157

Treasurer: Jorge A. Oria

Address: 8440 SW 165 Terrace

Boca Raton, FL 33434

Secretary: Jorge A. Oria

Address: 8440 SW 165 Terrace

Miami, FL 33157

13.


(Signature of Secretary and Director)

Jorge A. Oria, Secretary and Director

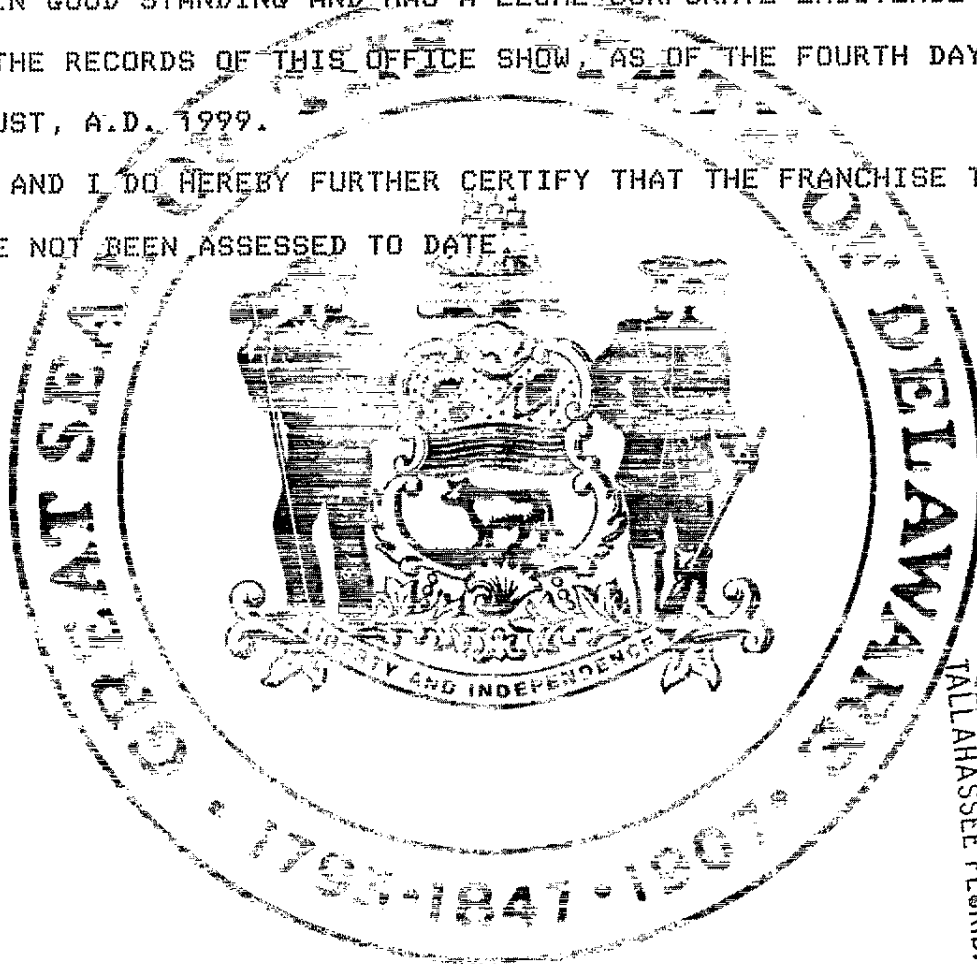
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CENTRAL AMERICAN CHARTERING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9902222

DATE: 08-04-99