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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

MIAMI RIVER TRANSPORT CORPORATION

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 21, 2000

EMPIRE

SUBJECT: MIAMI RIVER TRANSPORT CORPORATION
REF: W00000018304

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

ARTICLE X NO DIRECTOR ARE LISTED.

If you have any further questions concerning your document, please call (850) 487-6067.

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**ARTICLES OF INCORPORATION
OF
MIAMI RIVER TRANSPORT CORPORATION**

ARTICLE I. NAME

The name of the corporation is Miami River Transport Corporation.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting transportation of any seafood and any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is Five Hundred (500) shares of common stock at a par value of One dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

Prepared By:
Susana R. Groominger, Esquire
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Miami, Florida 33145
(305) 444-7442

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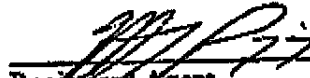
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ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida 135 S.W. S. River Drive Miami, Florida 33130 and the initial registered agent of this corporation at such address is Manuel Prieguez

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.



Registered Agent

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ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is Manuel J. Prieguez, President and Manuel Prieguez, Vice President.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 135 S.W. S. River Drive Miami, Florida 33130.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial directors of this corporation is/are 135 S.W. S. River Drive Miami, Florida 33130. The Directors are Manuel J. Prieguez and Manuel Prieguez

ARTICLE XI. AMENDMENT

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The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 21 day of July, 2000.

Manuel J. Prieguez
Manuel J. Prieguez

STATE OF FLORIDA
COUNTY OF Miami-Dade

I hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Manuel J. Prieguez and Manuel Prieguez, to me well known to be the person (s) described herein or who has produced Driver License as identification and who executed the foregoing instrument and acknowledged before me that they executed the same freely and voluntarily.

Witness my hand and official seal in the County and State last aforesaid this 21 day of July, 2000.

Ivonne Montero
Notary Public State of Florida
My Commission Expires: _____



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