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

SPENCER SHIPPING CORP.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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9/20/00

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ARTICLES OF INCORPORATION
OF
SPENCER SHIPPING CORP.

I the undersigned, being of legal age and natural person, do hereby acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation.

ARTICLE I.
NAME AND ADDRESS

The name and address of this corporation shall be: SPENCER SHIPPING CORP.
2050 N.W. 95th Ave., Miami, Florida 33172.

ARTICLE II.
DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to the law.

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV.
CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of Stock</u>
1000	\$1.00	Common

ARTICLE V.
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is:

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REGISTERED AGENT:

George dePozgay

ADDRESS OF INITIAL
REGISTERED AGENT

2950 S.W. 27th Ave. Suite 210
Miami, Florida 33133

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one or more than five. The name and address of the initial director of this corporation is:

Ly Bibiana Salmon-Spencer 2962 N.W. 98th Place
Miami, Florida 33172

ARTICLE VII
INCORPORATOR

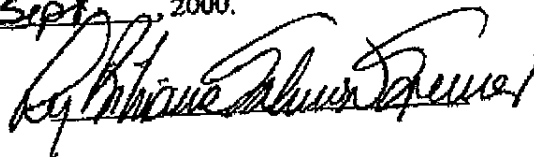
The name and address of the person signing these Articles is:

Ly Bibiana Salmon-Spencer 2962 N.W. 98th Place
Miami, Florida 33172

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 18th day of Sept, 2000.



STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-
DADE

Before me the undersigned authority, personally appeared Ly Bibiana Salmon-Spencer, to me known to be the person described in and who executed the foregoing

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Articles of Incorporation, who after being duly sworn under oath, executed the same for the purposes therein expressed.

Witness my hand and official seal in the State and county aforesaid this 18th day of September, 2000.

George P. de Pozsgay
NOTARY PUBLIC, State of Florida

My commission expires:



GEORGE P. DE POZSGAY
My Comm Exp. 6/30/2001
Bonded By Service Inc
No. 00659828
25 Penmanship Minutes (10 Days)

I being appointed registered agent of the above named corporation am familiar with and accept the obligations of Section 607.0505 F.S.

George P. de Pozsgay
Registered Agent,
Date: 9/18/00

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