

TRANSMITTAL LETTER

P01000003180

APPROVED AND FILED

01 JAN -9 PM 3:10

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Castle Rock Worldwide Trade & Logistics, Inc.  
(Proposed corporate name - must include suffix)

700003530337--2  
-01/09/01--01080--009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

RECEIVED  
DIVISION OF CORPORATIONS  
01 JAN -9 PM 01

FROM: Castle Rock Worldwide Trade & Logistics, Inc.  
Name (Printed or typed)

5074 Shawland Rd.  
Address

Tal, FL. 32254  
City, State & Zip

(904) 378-8842  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

2

1-9-01

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CASTLE ROCK WORLDWIDE TRADE & LOGISTICS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Castle Rock Worldwide Trade & Logistics, Inc.

ARTICLE II NATURE OF BUSINESS

The primary purpose of this corporation are as following:

1. Shipping and international trading and other related marine and/or logistic services.
2. Engage in or transact any and all lawful activities or business permitted under the laws of the United States, the States of Florida, or any other state, county, territory on nation.

ARTICLE III CAPPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 16,500 shares of common stock having a par value of \$1 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 5074 Shawland Road, Jacksonville, Florida, 32254 and the name of the initial Registered Agent for the corporation at that address is HongVan Thi Nguyen.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulation issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exit perpetually.

## ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by the law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled, as a matter of law.

## ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in such contract, act or transaction, or are directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of corporation may vote upon any transaction with the corporation without regard to the fact that he/she is also a director of such subsidiary or corporation.

## ARTICLE IX DIRECTOR

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

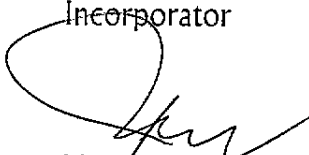
1. Vedwyn O Ang, President
2. Philip Bartholome Sordian, Vice President
3. HongVan Thi Nguyen, Secretary and Treasure

ARTICLE X CORPORATORS

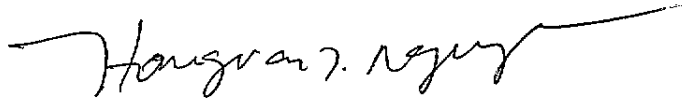
The name and address of the incorporator are:  
Vedwyn O Ang, 241 Oak South Drive, Green Cove SPGS, FL 32043,  
Philip B. Soridan, 4110 Glenhurst Drive S, Jacksonville, Florida 32224 and HongVan Thi  
Nguyen, 6306 Whispering Oak Drive N, Jacksonville, Florida 32277.

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal on  
this 7<sup>th</sup> day of January 2001.

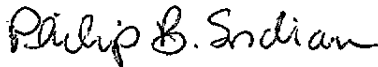
Incorporator

  
Vedwyn O. Ang

Incorporator

  
HongVan Thi Nguyen

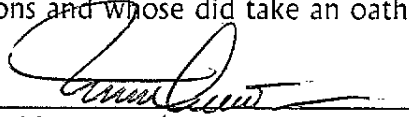
Incorporator



Philip B. Sordian

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was executed and acknowledged before me this 7<sup>th</sup> day of  
January, 2001, Vedwyn O Ang, Philip B. Sordian, HongVan Thi Nguyen who have  
produced driver licenses ID# A520-874-44-010-0, ID# S635-662-57-143-0, ID# and  
N250-338-67-626-0 as the identifications and whose did take an oath.

  
\_\_\_\_\_  
Notary Public Phuonganh T. Nguyen  
State of Florida  
My Commission Expires 10/3/04



Phuonganh Thi Nguyen  
MY COMMISSION # CC972327 EXPIRES  
October 3, 2004  
BONDED THROUGH TROY FAIR INSURANCE, INC.

(SEAL)

APPROVED  
AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

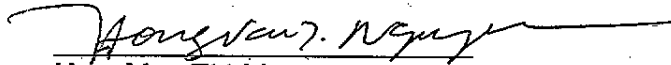
DESINATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at 5074 Shawland Road, Jacksonville, Florida, 32254 has named HongVan Thi Nguyen as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



HongVan Thi Nguyen

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, this day personally appeared HongVan Thi Nguyen, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 7<sup>th</sup> day of January 2001.



Phuonganh Thi Nguyen  
MY COMMISSION # CC972327 EXPIRES  
October 3, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.  
(SEAL)



Notary Public  
State of Florida  
My Commission Expires: 10/3/04