

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO16600021546

Seaways International, Inc.

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-02/28/01--01037--008
*****78.75 *****78.75

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____

☒ Cert. Copy _____

☐ Photo Copy _____

☐ Certificate of Good Standing _____

☐ Certificate of Status _____

☐ Certificate of Fictitious Name _____

☐ Corp Record Search _____

☐ Officer Search _____

☐ Fictitious Search _____

☐ Fictitious Owner Search _____

☐ Vehicle Search _____

☐ Driving Record _____

☐ UCC 1 or 3 File _____

☐ UCC 11 Search _____

☐ UCC 11 Retrieval _____

☐ Courier _____

Signature _____

Requested by: SK

Name _____

Date 2/28/01

Time 10:10

Walk-In _____

Will Pick Up _____

FILED
01 FEB 28 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
01 FEB 28 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH FEB 28 2001

ARTICLES OF INCORPORATION
OF
SEAWAYS INTERNATIONAL, INC.

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01 FEB 28 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation shall be SEAWAYS INTERNATIONAL, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of providing services relating to the marine industry as permitted under the laws of the state of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 par value shares of common capital stock.

Prepared By: Ivonne Rosa Blary, Esq.
BLARY & VILLAMAR, P.A.
122 Minorca Avenue
Coral Gables, FL 33134
(305)569-0150/FBN: 893455

Articles Of Incorporation Of SEAWAYS INTERNATIONAL, INC.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors is:

MARGIE DEVARONA
4552 N.W. 114th Ave.
Apt. 1504
Miami, Florida 33178

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 122 Minorca Ave., Coral Gables, Florida 33134.

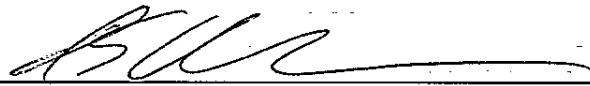
The name of the individual who shall serve as this corporation's initial registered agent at that address is: HECTOR E. VILLAMAR, JR.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: HECTOR E. VILLAMAR, JR., 122 Minorca Avenue, Coral Gables, Florida 33134.


ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



HECTOR E. VILLAMAR, JR. - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of SEAWAYS INTERNATIONAL, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for SEAWAYS INTERNATIONAL, INC.



HECTOR E. VILLAMAR, JR. - Registered Agent

Articles Of Incorporation Of SEAWAYS INTERNATIONAL, INC.

State Of FLORIDA
County Of MIAMI-DADE

On 2-26-01, HECTOR E. VILLAMAR, JR.
designated above as the individual who shall serve as the
corporation's initial registered agent and incorporator, who is
personally known to me, personally appeared before me at the time
of notarization, and, after being given the oath, acknowledged
signing these Articles Of Incorporation Of SEAWAYS INTERNATIONAL,
INC.

Ivonne Rosa Blary
NOTARY PUBLIC



Ivonne Rosa Blary
MY COMMISSION # CC863240 EXPIRES
September 7, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
01 FEB 28 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles Of Incorporation Of SEAWAYS INTERNATIONAL, INC.