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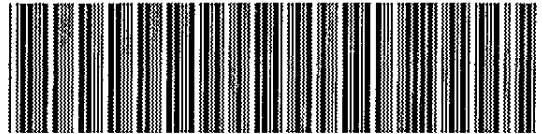
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FILED
02 NOV 27 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB124

ARTICLES OF INCORPORATION
OF
VIKING SEAWAYS LOGISTICS, INC.

FILED

02 NOV 27 AM 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation shall be known as **Viking Seaways Logistics, Inc.**

ARTICLE II

The existence of this Corporation shall be in perpetuity.

ARTICLE III

The purpose of this corporation is to do any lawful business.

ARTICLE IV

This corporation shall have the following powers:

All powers given to a corporation under the Statutes of the State of Florida.

To exercise all powers presently or hereinafter conferred by the law upon corporations, to do any and all things to the same extent as a natural person might or could do, and to enjoy all the powers necessary and proper to effectuate the purpose of the corporation..

To have existence independent of the death or withdrawal of the members.

To sue or be sued in the corporate name.

To acquire, hold, and convey property for corporate purpose in the corporate name.

To have a seal.

To make by-laws.

ARTICLE V

- A. This corporation shall have only one class of stock, known as common stock.
- B. The number of authorized shares of common stock shall be 10.
- C. The par value of each share shall be \$100.00 per share.
- D. All shares issued and outstanding have the right to:
 - 1. Participate ratably in earnings by way of dividends when, as, and if declared by the Board of Directors, usually in the exercise of their discretion, out of legally available funds.
 - 2. The right to participate in the net assets, after liabilities to creditors, upon liquidation.
 - 3. The right to participate ratably in the control by one vote, non-cumulative, per share.
- E. Stock warrants may be issued from time to time to purchase authorized, but unissued, stock.

ARTICLE VI

The minimum capital to be paid into this Corporation before it shall commence business shall be One Thousand Dollars. (\$1,000.00)

ARTICLE VII

This Corporation shall have no pre-emptive rights to its attaching to its common stock as to any new issue of stock prior to its offer to any other person or to the public at large.

ARTICLE VIII

The Board of Directors are to meet annually or more frequently, at Special Meetings called by the Chairman of the Board.

- A. Board of Directors will meet annually as set out in the by-laws. This annual Meeting may be

held within or without the State of Florida.

- B. Special Board Meetings may be called at any time by the Chairman of the Board or acting Chairman.
- C. Notice of any Meetings, including Special Meetings, must be on one days notice prior to such Annual or Special Meeting, through the mail or by telephone or by any other verbal or written communication.
- D. Notice of any Board Meeting or Special Meeting shall be waived by the presence and participation of any Board Member.
- E. Waiver of Notice requirement under Section D hereof may be made in writing before or after such meeting, whether Annual or Special.

ARTICLE IX

This Corporation shall have no less than one (1) Director nor more than ten (10), as set out in the by-laws.

ARTICLE X

The original and initial Directors of the Corporation shall be:

Robert Hunt
6600 Buckeye Road, Palmetto, Florida 34221

They shall serve in this capacity until the first annual shareholder's meeting, as set out in the by-laws.

ARTICLE XI

The principle place of business of this Corporation shall be :

13231 Eastern Avenue, Suite 3, Palmetto, Florida 34221

ARTICLE XII

Any transaction between the Corporation and another shall not be affected because one or more of its Directors has a personal interest in the transaction or is connected with such other person.

ARTICLE XIII

The President of this Corporation shall be appointed by the Board of Directors and the President shall be a member of the Board, after such an appointment.

ARTICLE XIV

These Articles of Incorporation shall be amended from time to time by a majority vote of the stockholders.

ARTICLE XV

The original subscribers to the stock is as follows:

Robert Hunt	President	49%
Viking Seaways Holding Co. Ltd.	Director	51%

ARTICLE XVI

The incorporators of this incorporation are over Twenty-one years of age, are residents and citizens of the State of Florida, and they are as follows:

Robert Hunt

6600 Buckeye Road

Palmetto, Florida 34221

Their signatures are herein affixed and acknowledged.


Robert Hunt

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME personally appeared Robert Hunt, to me well known, and known to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me, that they executed this instrument for the purpose herein expressed.

WITNESS my hand and official seal, this 8 day of NOV, 2000 AD

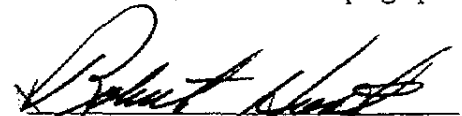

NOTARY PUBLIC

DESIGNATION OF RESIDENT AGENT

Pursuant to Chapter 24,091, Florida Statutes, the following is submitted in compliance with said act: Viking Seaways Logistics, Inc., under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Palmetto, State of Florida, County of Manatee, has named, Robert Hunt, 6600 Buckeye Road, Palmetto, Florida as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service or process for the above stated Corporation, at the place designated in the certificate, I hereby accept to act in this capacity with the provisions of said act, relative to keeping open said office.


Robert Hunt
6600 Buckeye Road
Palmetto, Florida 34221

