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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

F & M SHIPPING CORPORATION

Certificate of Status	0
Certified Copy	1
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ARTICLE OF INCORPORATION

OF

F & M SHIPPING CORPORATION

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF
FLORIDA A CORPORATION UNDER THE FLORIDA GENERAL
CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING
ARTICLES OF CORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION WILL BE: F & M
SHIPPING CORPORATION. THE PRINCIPLE PLACE OF
BUSINESS OF THIS CORPORATION WILL BE: THE STATE OF
FLORIDA AND ALL THE UNITED STATES: 220 EAST 4th STREET
6; HIALEAH, FL 33010.

ARTICLE II NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR
ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER
THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA
OR ANY OTHER STATES, COUNTRY, TERRITORY, OR NATION.

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND IT'S
VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE
OUTSTANDING AT ANYONE TIME IS: ONE HUNDRED SHARES
OF COMMON STOCK WITH PER VALUE OF THE (\$1.00) DOLLARS
PER SHARE, ALL OF THE STOCK WILL BE PAYABLE IN CASH,
REAL OR PERSONAL PROPERTY, OR LABORS, OR SERVICES IN
LIEU OF CASH VALUATION OF ANY OF THE ABOVE TO BE
FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

Prepared By: J & C Accounting Services, Inc.
18125 SW 138 CT.
Miami, FL 33177
(786) 251-5201

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TALLAHASSEE, FLORIDA

ARTICLE IV OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY

ARTICLE V OFFICERS DIRECTORS

THE NAME(S) AND STREET ADDRESS(E) OF THE INITIAL OFFICER(S) AND DIRECTOR(S), IF ANY, WHO WILL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSOR(S) IS/ARE ELECTED, IS/ARE:

LUZ HERNANDEZ - PRESIDENT
220 EAST 4th STREET # 6
HIALEAH, FL 33010

LUZ HERNANDEZ - TREASURER
220 EAST 4th STREET # 6
HIALEAH, FL 33010

FRANCISCO CUADRA - VICE PRESIDENT
220 EAST 4th STREET # 6
HIALEAH, FL 33010

ARTICLE VI INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(E'S) OF THE INCORPORATOR(S) TO THIS ARTICLES OF INCORPORATION IS/ ARE:

LUZ HERNANDEZ - PRESIDENT
220 EAST 4th STREET # 6
HIALEAH, FL 33010

FRANCISCO CUADRA - VICE PRESIDENT
220 EAST 4th STREET # 6
HIALEAH, FL 33010

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR(S) HAS/HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 26, OF FEBRUARY, 2003.


PRESIDENT
LUZ HERNANDEZ

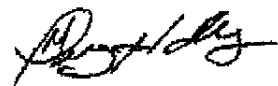

VICE PRESIDENT
FRANCISCO CUADRA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

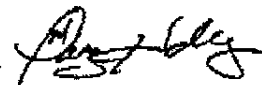
1. The name of the corporation:
F & M SHIPPING CORPORATION
2. The name and address of the registered agent and office is:
Luz Hernandez

220 EAST 4th STREET # 6
(P.O. BOX NOT ACCEPTABLE)
HIALEAH, FL 33010
(CITY / STATE / ZIP)

SIGNATURE 
TITLE President
DATE 2-26-03

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 
DATE 2-26-03