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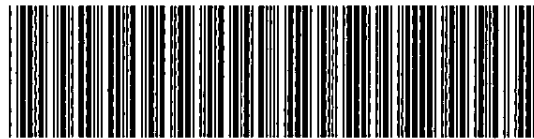
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12 MAR - 2 PM 12: 09 2012 MAR - 2 AM 09: 29

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

St. Johns Shipping Co., LLC

into INC.

Signature _____

Requested by: SETH

03/02/12

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

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2012 MAR -2 AM 11:29
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TALLAHASSEE, FLORIDA

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
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____ Trade/Service Mark _____
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____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
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____ 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 _____

CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED LIABILITY COMPANY
INTO
FLORIDA PROFIT CORPORATION

FILED
2012 MAR -2 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate and attached Articles of Incorporation are submitted to convert a Florida limited liability company into a Florida for profit corporation, in accordance with Sections 607.1115, 608.4401, 608.4402 and 608.4403 of the Florida Statutes:

1. The name of the Florida limited liability company converting into the Florida for profit corporation is: St. Johns Shipping Co., LLC.
2. St. Johns Shipping Co., LLC is a Florida limited liability company was filed on February 23, 2012, effective January 23, 1985 under the laws of the State of Florida.
3. The name of the Florida for profit corporation as set forth in the attached Articles of Incorporation is: St. Johns Shipping Co., Inc.
4. St. Johns Shipping Co., LLC, a Florida limited liability company, has been converted into St. Johns Shipping Co., Inc, a Florida for profit corporation, in compliance with Chapters 607 and 608 of the Florida Statutes (the "Florida Business Corporation Act" and the "Florida Limited Liability Company Act"), and the conversion complies with the applicable laws governing St. Johns Shipping Co., Inc.
5. The plan of conversion was approved by the converting Florida limited liability company in accordance with the Florida Limited Liability Company Act.
6. The conversion will be effective upon the filing of this Certificate and the attached Articles of Incorporation with the Department of State of the State of Florida.
7. The address of the principal office of St. Johns Shipping Co., Inc. is: 3505 SE 19th Avenue, Ft. Lauderdale, Florida 33316.
8. St. Johns Shipping Co., Inc. has agreed to pay to any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43595.

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EXECUTED on the 2nd day of March, 2012.

Signature on behalf of converting Florida
limited liability company:

**ST. JOHNS SHIPPING CO., LLC, a Florida
limited liability company**

By:


Augusto Maldonado, Member

Signature on behalf of Florida profit
corporation:

**ST. JOHNS SHIPPING CO., INC., a Florida
corporation**

By:


Augusto Maldonado, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
ST. JOHNS SHIPPING CO., INC.
a Florida for profit corporation

2012 MAR -2 AM 09:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME

The name of this corporation is:

ST. JOHNS SHIPPING CO., INC.

ARTICLE II - ADDRESS

The initial address of the corporation is **3505 SE 19th Avenue, Ft. Lauderdale, Florida 33316.**

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of filing these Articles with the state of Florida.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of No Par value common stock which shall be designated "Common Shares."

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent of this corporation is:

**Paul R. Alfieri, P.L.
5143 NW 42 Terrace
Coconut Creek, Florida 33073**

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TALLAHASSEE, FLORIDA

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have one director constituting the initial board of directors.
The name and address of the initial director is:

**Augusto Maldonado
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

The number of directors may be either increased or decreased from time to time by the bylaws.

ARTICLE IX - OFFICERS

The name and address of the officers of the corporation shall be:

**Augusto Maldonado
President
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

**Valerie Maldonado
Vice President
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

**Norberto Suarez
Vice President
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

**Betsy Rodriguez
Secretary
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

The number of officers may be either increased or decreased from time to time by the bylaws.

ARTICLE X - INCORPORATORS

The name and address of each person signing these articles of incorporation is:

**Augusto Maldonado
3505 SE 19th Avenue
Ft. Lauderdale, Florida 33316**

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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SIGNATURES ARE ON THE NEXT PAGE

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2012 MAR -2 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 2nd day of March, 2012.


Augusto Maldonado, Incorporator

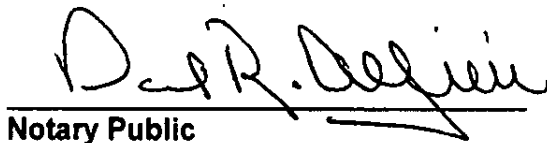
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

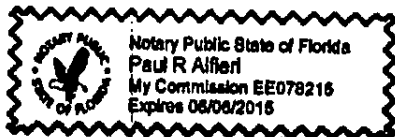
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Augusto Maldonado**, known to me to be the person(s) who executed the foregoing articles of incorporation, and acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of March, 2012.


Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

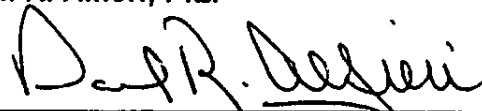
That **St. Johns Shipping Co., Inc.** having been organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at **3505 SE 19th Avenue, Ft. Lauderdale, Florida 33316** has named **Paul R. Alfieri, P.L.**, its Registered Agent; and **5143 NW 42 Terrace, Coconut Creek, Florida 33073** as the place where service of process may be served within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated the 2nd day of March, 2012.

Paul R. Alfieri, P.L.



Paul R. Alfieri, Esq., Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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