

P95000042120

5-18-95

#1400

Blass & Frankel

1 S.E. 3rd Ave

Miami, FL 33131

City State ZIP Phone

377-9353

RECEIVED
95 MAY 19 AM 10:24
DIVISION OF CORPORATION

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-06/02/95--01052--012
***385.00 ***385.00

CORPORATION(S) NAME

BROOKS CORPORATION
SKORB

- | | | |
|----------------------------------------------|------------------------------------------|-----------------------------------------------------|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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095-10981
095-10663

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 19, 1995

EMPIRE

TALLAHASSEE, FL

SUBJECT: BROOKS CORPORATION

Ref. Number: W95000010663

We have received your document for BROOKS CORPORATION . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 695A00025794

*Reviewed
check
for M 505-CD!*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1995

THEBROOKS CORPORATION
TALLAHASSEE, FL

We have received your document for THEBROOKS CORPORATION . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 295A00026173



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 25, 1995

EMPIRE

TALLAHASSEE, FL

SUBJECT: SKOORB CORPORATION
Ref. Number: W95000010981

We have received your document for SKOORB CORPORATION . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

YOU CANNOT HAVE AN EFFECTIVE DATE ON A DOMESTICATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 495A00026601


Florida Department of State, Secretary of State

CERTIFICATE OF DOMESTICATION

The undersigned, MICHAEL SPRITZER, Certified Public Accountant of N.V. BROOKS CORPORATION, a non U.S. Corporation, in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed October 1, 1978.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Netherlands Antilles.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was N.V. BROOKS CORPORATION.
4. The name of the corporation as set forth in its articles of incorporation to be filed pursuant to ss. 607.0401 and 607.0202 with this certificate is SKOORB CORPORATION.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Netherlands Antilles.

I am the Certified Public Accountant of N.V. BROOKS CORPORATION authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 27th day of April, 1995.


Authorized Signature

Filing Fee:	
Certificate of Domestication	\$262.50
Articles of Incorporation and certified copy	<u>\$122.50</u>
Total to Domesticate and File	\$385.00

**ARTICLES OF INCORPORATION
OF
SKOORB CORPORATION**

ARTICLE I.

The name of this Corporation is: SKOORB CORPORATION

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of
filing of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under
the laws of the United States and the State of Florida. to such shipping companies.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value
common stock which shall be designated as "Common Shares."

ARTICLE V.
SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or
winding up of this Corporation the assets of the Corporation shall be payable to and
distributed ratably among the holders of record of the Common Shares.

SECTION II.: VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the
election of Directors and for all other purposes shall be vested exclusively in the holders
of the outstanding Common Shares.

RECORDED
MAY 6 1969
STATE OF FLORIDA
TALLAHASSEE

ARTICLE VI.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her 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.

The street address of the initial registered office of this Corporation is: 1400-A SunBank International Center, One Southeast Third Avenue, Miami, Florida 33131, and the name of the initial registered agent of this Corporation at that address is: **COPROLITE CORPORATION**, and the principal place of business is 1 S.E. 3rd Avenue, Suite 1400, Miami, Florida 33131.

ARTICLE VIII.

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) of this Corporation is/are:

CARLA JACKSON
#1400 SunBank International Center
One Southeast Third Avenue
Miami, Florida 33131

YVONNE CALVERT
#1400 SunBank International Center
One Southeast Third Avenue
Miami, Florida 33131

ARTICLE IX.

The name and address of the person or entity signing these Articles of Incorporation is:

STEPHEN A. BLASS
One Southeast Third Avenue
Suite 1400
Miami, Florida 33131

ARTICLE X.
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of April, 1995.

SKOORB CORPORATION, a Florida corporation.

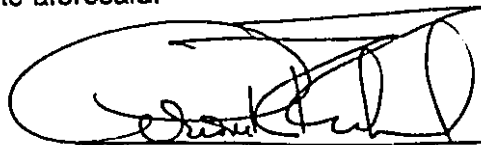
By: 

STEPHEN A. BLASS, Organizer

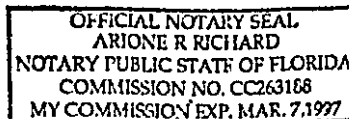
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME the undersigned authority, to me well known, personally appeared STEPHEN A. BLASS, who deposes and states that he executed the foregoing Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 27th day of April, 1995, in the County and State aforesaid.



Arione R. Richard, Notary Public,
State of Florida at Large
My Commission No: CC 263188
My Commission expires: 03/07/97



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
COMPLIANCE WITH SAID ACT:

First That SKOORB CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF
INCORPORATION AT 1 S.E. 3RD AVENUE, SUITE 1400, MIAMI, FLORIDA 33131, HAS NAMED
COPROLITE CORPORATION, LOCATED AT 1400-A SUNBANK INTERNATIONAL CENTER, ONE
SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SKOORB CORPORATION, a Florida corporation.

BY: 
STEPHEN A. BLASS, Organizer

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

COPROLITE CORPORATION, a Florida
corporation.

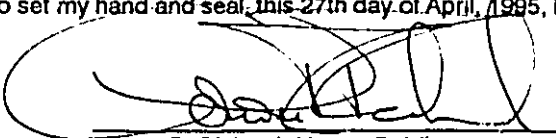
By: 
STEPHEN A. BLASS, Vice President

Dated: April 27, 1995

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, to me well known, personally appeared STEPHEN A.
BLASS, who deposes and states that he executed the foregoing Articles of Incorporation for the purposes
expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 27th day of April, 1995, in the
County and State aforesaid.


Arione R. Richard, Notary Public,
State of Florida at Large
My Commission No: CC 263188
My Commission expires: 03/07/97

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