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LAW OFFICE OF
GREGORY A. MOORE, P. A.

A Professional Association

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BASF BUILDING
FIRST FLOOR
15225 N. W. 77TH AVENUE
MIAMI LAKES, FLORIDA 33071

FILED
95 JUN -6 PM 2:43
SECRETARY OF STATE
TALLAHASSEE FL 32399

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June 2, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

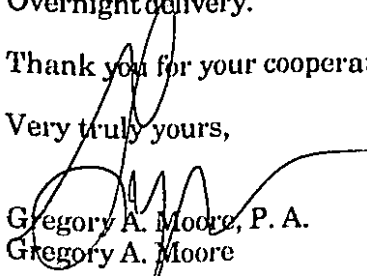
Dear Sir or Madam,

Enclosed is check number 2778 in the amount of \$ 122.50 to file the Articles of Incorporation for Coltainer Line, Inc.

Additionally, I am enclosing a pre-addressed Federal Express airbill along with a check in the amount of \$ 11.50 made payable to Federal Express. After the Articles have been recorded, please return them to me by Federal Express Letter Standard Overnight delivery.

Thank you for your cooperation.

Very truly yours,


Gregory A. Moore, P. A.
Gregory A. Moore

SDC

**ARTICLES OF INCORPORATION
OF
COLTAINER LINE, INC.**

The undersigned, for the purpose of forming a corporation hereby adopts the following Articles of Incorporation.

**ARTICLE I
(Name)**

The name of the corporation is Coltainer Line, Inc.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual.

**ARTICLE III
(Purpose)**

The general purpose for which this corporation is organized is to engage in the operation of transporting freight.

**ARTICLE IV
(Initial registered office, registered agent, principal office and mailing address)**

The street address of the initial registered office of this corporation is BASF, First Floor, 15225 N. W. 77th Avenue, Miami Lakes, Florida 33014, and the name of the initial registered agent of this corporation at that address is Gregory A. Moore, Esq. The principal office and mailing address of the corporation is 7030 N. W. 50th Street, Miami, Florida 33166

**ARTICLE V
(Capital Stock)**

This corporation is authorized to issue 500 shares of common stock with a par value of \$ 1.00 per share.

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ARTICLE VI
(Initial Board of Directors)

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be more than (3) Directors nor less than one. The names and addresses of the initial Directors of this corporation are:

Victor Hugo Sierra, President
7032 N. W. 50th Street
Miami, Florida 33166

Jose Rodrigo Rincon, Vice President
7032 N. W. 50th Street
Miami, Florida 33166

Pilar Mejia, Treasurer and Secretary
7030 N. W. 50th Street
Miami, Florida 33166

ARTICLE VII
(S Corporation Status)

This corporation has authorized its officers to take all action necessary to apply for S corporation status.

ARTICLE VIII
(Incorporators)

The name and address of the person signing these Articles is

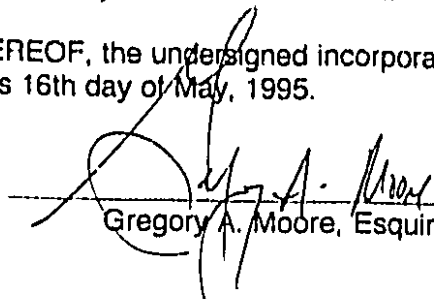
Gregory A. Moore, Esq.
BASF Building, First Floor
15225 N. W. 77th Avenue
Miami Lakes, Florida 33014

ARTICLE IX
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than two-thirds majority of the outstanding fully paid and non-assessable shares

of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16th day of May, 1995.



Gregory A. Moore, Esquire

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

On this 16th day of May, 1995, before me personally appeared Gregory A. Moore, Personally known to me and subscribed before me on this 16th day of May, 1995; and also produced a valid Driver's License who executed the foregoing instrument, and acknowledged to me that he executed the same as his free act and deed, and who did take an oath.

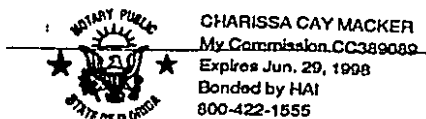
Sworn to before me, a Notary Public, this 16th day of May, 1995.

Charissa C. Macker
Notary Public

CHARISSA C. MACKER
Print Name

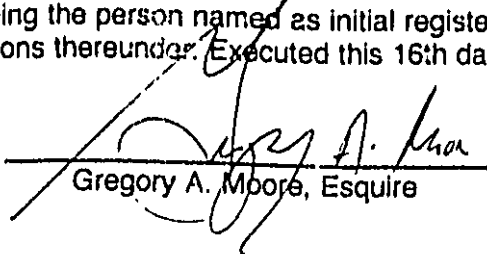
CC389089
Certificate Number

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of Coltainer Line, Inc., accepts the obligations thereunder. Executed this 16th day of May, 1995.



Gregory A. Moore, Esquire

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