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ROGER F. DYKES
ATTORNEY & COUNSELLOR AT LAW

100 CAMBRIDGE DRIVE
ROCKLEDGE, FLORIDA 32955

September 14, 1995

Florida Department of State
New Filings Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: METRO FLEET, INC.

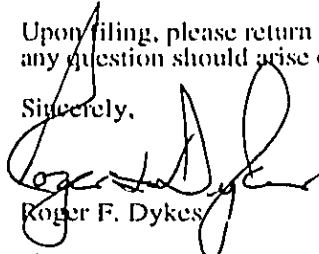
Gentlemen:

Enclosed herewith please find:

1. Articles of Incorporation incorporating designation and acceptance of Resident Agent, presented in duplicate.
2. Our check in the amount of \$122.50 for fees.

Upon filing, please return the enclosed copy of Articles marked as filed to the undersigned. If any question should arise concerning the foregoing, I can be reached at (407) 632-2056.

Sincerely,


Roger F. Dykes

/d
Enclosures

FILED
1995 SEP 18 AM 10:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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F. CHESSEY SEP 19 1995

ARTICLES OF INCORPORATION
OF
METRO FLEET, INC.

FILED
1995 SEP 18 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby associate themselves together to form a corporation under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation is Metro Fleet, Inc..

ARTICLE II

Purpose of Corporation

The corporation may engage in any activity or business permitted under the laws of the United States and of this State of Florida and of every state in the United States, its possessions or territories, including but not limited to, the transaction of any and all lawful business related to ownership and operation of seagoing and maritime vessel or vessels.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

Initial Capital

The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Address

The initial post office address of the principal office of this corporation in the State of Florida is 1311 Heritage Acres Blvd., Rockledge, FL 32955. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Directors

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

Initial Directors

The names and addresses of the initial Directors of the corporation are:

Hrysoula Mitropoulos	1311 Heritage Acres Blvd. Rockledge, FL 32955
Peter Mitropoulos	1311 Heritage Acres Blvd. Rockledge, FL 32955

ARTICLE IX

Subscribers

The names and post office addresses of the initial subscribers to these Articles of Incorporation are:

Hrysoula Mitropoulos

1311 Heritage Acres Blvd.
Rockledge, FL 32955

ARTICLE X

Registered Agent

The name and post office address of the Registered Agent for the corporation where service of process can be made is as follows:

Hrysoula Mitropoulos

1311 Heritage Acres Blvd.
Rockledge, FL 32955

ARTICLE XI

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XII

Pre-Emptive Rights

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

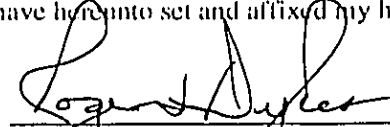
IN WITNESS WHEREOF the undersigned have made and subscribed these
Articles of Incorporation in Rockledge, Florida, for the uses and purposes expressed on
this 14 day of September, 1995.


Hrysoula Mitropoulos

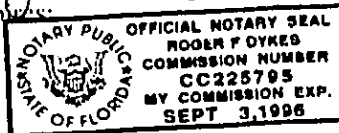
STATE OF FLORIDA
COUNTY OF BREVARD

Before me, a Notary Public, personally appeared Hrysoula Mitropoulos to me well
and personally known and known to me to be the person described in and who executed
the foregoing Articles of Incorporation, and acknowledged before me that she executed the
same for the uses and purposes therein set forth on the day and year therein set forth.

IN WITNESS WHEREOF I have hereunto set and affixed my hand and seal this
14th day of September, 1995.


Notary Public, State of Florida at Large
My Commission Expires:

(Notarial Seal)



ACCEPTANCE OF RESIDENT AGENT

The undersigned, as designated Resident Agent of the above corporation, does hereby accept such designation with all of the duties and responsibilities thereunto appertaining as required by law.


Hrysonia Mitropoulos
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA