

NEW CHARTERS OF

SUTTON & MONTOTO

PROFESSIONAL ASSOCIATIONS

JOHN R. SUTTON
BOARD CERTIFIED CIVIL TRAIL ULLMAN

TEDDY L. MONTOTO

SUSAN M. SUTTON, R.N.
MEDICAL CONSULTANT

P960000001189

December 27, 1995

Secretary of State
Division of Corporations
New Filings
P.O. Box 6327
Tallahassee, Florida 32315

800001673338
-12/28/95--01081--007
****122.50 ****122.50

RE: Caribbean Steamship Company

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above referenced corporation. Enclosed is our check in the amount of \$122.50 for your for a new corporation and certified copy of the articles of incorporation.

Very truly yours,


JOHN R. SUTTON

JRS:ra
encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 29 PM 10:13

gf 1/5/96

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 DEC 28 AM 10:13

(F.S. 607.164)

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is Caribbean Steamship Company.

2. **Duration.** The period of its duration is perpetual.

3. **Purpose.** The purpose is to buy/sell, own and operate marine equipment, provide maritime services and represent shipping interests worldwide.

4. **Capital Stock.** The corporation is authorized to issue One Thousand (1000) shares, all of one class, at One (\$1.00) Dollar par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

John R. Sutton, Esquire
7721 S.W. 62nd Avenue - Suite 101
Miami, Florida 33143

6. **Initial Board of Directors/Principal Office.** This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation and its principal office are:

<u>Name</u>	<u>Address</u>
Richard D. Gooley	800 Fairway Drive, Ste. 295 Deerfield Beach, Florida 33441

7. Incorporator(s). The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

<u>Name</u>	<u>Address</u>
Richard D. Gooley, Sole Director	800 Fairway Drive, Ste. 295 Deerfield Beach, Florida 33441

8. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of December, 1995.

Richard D. Gooley
RICHARD D. GOOLEY, Sole Director
Incorporator

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with the and accept the duties and responsibilities as Registered Agent for the Corporation.

John R. Sutton
JOHN R. SUTTON, ESQ.
Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 DEC 28 AM 10:13

BEFORE ME, the undersigned authority, personally appeared Richard D. Gooley to me known to be the person who executed the foregoing Articles of Incorporation as Incorporator and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of December, 1995.

My commission expires:

Virginia H. Hall
NOTARY PUBLIC, State of Florida

OFFICIAL NOTARY SEAL
VIRGINIA H. HALL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC40357
MY COMMISSION EXP. NOV. 23, 1996

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared John R. Sutton to me known to be the person who executed the foregoing Articles of Incorporation as Registered Agent and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of December, 1995.

My commission expires:

Rolando Andrade
NOTARY PUBLIC, State of Florida

OFFICIAL NOTARY SEAL
ROLANDO ANDRADE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC369596
MY COMMISSION EXP. MAY 3, 1998

P96.000001189

OFFICE OF

SUTTON & MONTOTO
PROFESSIONAL ASSOCIATIONS

JOHN R. SUTTON
BOARD CERTIFIED CIVIL TRIAL COUNSEL

TEDDY L. MONTOTO

KELLY N. MAHON

SUSAN J. MARINER R.N.
MEDICAL CONSULTANT

January 31, 1996

500001707225
-02/06/96--01035--005
*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32315

Attn: Amendments

RE: Caribbean Steamship Company

Dear Sir/Madam:

Enclosed please find articles of amendment for the above corporation. We enclose our check for \$35.00.

Very truly yours,


JOHN R. SUTTON

JRS:ra
encl.

FILED
96 MAR -7 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Rolando Andrade
authorized to correct
date of adoption and
date of signing*

1096-2791
N/C

*Charge
Name A Amend
LFT*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

96 MAR -7 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 8, 1996

JOHN R. SUTTON
7721 S.W. 62ND AVE., FIRST FLOOR
SOUTH MIAMI, FL 33143

SUBJECT: CARIBBEAN STEAMSHIP COMPANY
Ref. Number: P96000001189

We have received your document for CARIBBEAN STEAMSHIP COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 896A00005529

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
INCORPORATION OF CARIBBEAN STEAMSHIP COMPANY

I, the undersigned, being the Solo Director of CARIBBEAN STEAMSHIP COMPANY, a Florida Corporation, hereby certify that the following amendment to the Articles of Incorporation was duly adopted by the Board of Directors of the Corporation at a meeting duly held by him on the 15th day of January, 1996.

AMENDMENT

Article 1. is amended to read as follows:

1. **Name.** The name of this corporation is Seven Seas Steamship Company, Inc.

IN WITNESS WHEREOF, the I have set my hand and official seal this 24th day of January, 1996.

Richard D. Gooley
RICHARD D. GOOLEY, Solo Director

(Corporate Seal)

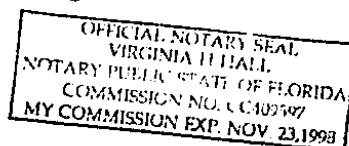
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Richard D. Gooley to me known to be the person who executed the foregoing Amendment to Articles of Incorporation as the Sole Director and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of January, 1996.

My commission expires:

Virginia H. Hall
NOTARY PUBLIC, State of Florida



FILED
96 MAR -7 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS' RESOLUTION

W. P. COMPANY, INC.

We, the undersigned, being all the directors of W. P. Company, Inc. (the 'Company'), by signing our names to the foot hereof adopt the following resolutions and by doing so render the same as valid and effectual as if it had been passed at a meeting of directors duly called and constituted.

RESOLVED, that the Company, as sole shareholder of Caribbean Steamship Company, hereby consents to the name change of "Caribbean Steamship Company" to "Seven Seas Steamship Company, Inc." effective immediately.

FURTHER RESOLVED, that any officer or director of Caribbean Steamship Company is authorized to effect the above mentioned name change.

DATED at Deerfield Beach, Florida this 15th of January, 1996.

James G. Cameron

James G. Cameron, Director

Robert R. Russo

Robert R. Russo, Director

STATE OF FLORIDA
COUNTY OF **BROWARD**

Sworn to and subscribed before me this 28th day of February, 1996, by
James G. Cameron and Robert R. Russo

Virginia H. Hall
(Signature of Notary Public -
State of Florida)

