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SUITE 200

MIAMI, FLORIDA 33135-2386

DAVID C. MCDONALD (1897-1971)

DAVID MCDONALD

H.C. PALMER, III

DAVID M. MCDONALD

TELEPHONE (305) 643-5313

FACSIMILE (305) 643-4990

JOHN R. CAMP, JR.

OF COUNSEL

December 16, 1996

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-12/17/96--01130--004
****122.50 ****122.50

Re: Caribbean American Shipping Corporation
Reservation No. R96000003960
Our File: 96L 303

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of Caribbean American Shipping Corporation, along with our check for \$122.50 to cover the filing fee and one certified copy.

Please FedEx the certified copy to us using the enclosed FedEx envelope and air waybill.

When this corporation has been filed, please fax us a copy of the filing: (305) 643-4990. If there are any questions, please feel free to call at any time.

Many thanks for your courtesies in the handling of this matter.

Sincerely,

McDonald & McDonald

David McDonald

David McDonald

DEC 18 1996

BSB

DMcD/asf
Enclosures as stated

FILED
96 DEC 17 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96L303

ARTICLES OF INCORPORATION
OF
CARIBBEAN AMERICAN SHIPPING CORP.

FILED

96 DEC 17 PM 2:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Caribbean American Shipping Corp.

ARTICLE II - NATURE OF THE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 2,000 shares of common stock, with \$100.00 par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial street address of the principal office of this corporation is:

760 NE 7 Ave.
Dania, Florida 33004

ARTICLE VI - REGISTERED AGENT

The registered agent of this corporation is

Antonio Marcelli
501 NE 164 St.
Miami, FL 33162

I am familiar with and accept the obligations of Registered Agent for the new

corporation.


Antonio Marcelli

ARTICLE VII - PRINCIPAL OFFICE

The principal office of this corporation is:

760 NE 7 Ave.
Dania, Florida 33004

ARTICLE VIII - DIRECTORS

The corporation shall have two (2) directors, initially, Antonio Marcelli, 501 NE 164 St., Miami, FL 33162 and Maurice Laroche, Jr., 760 NE 7 Ave., Dania, Florida 33004, and who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed.

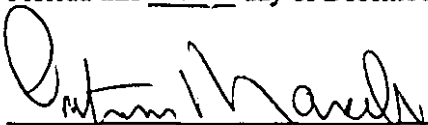
ARTICLE IX - INCORPORATORS


The names and addresses of the incorporators of this corporation are as follows:

Antonio Marcelli
501 NE 164 St.
Miami, FL 33162

Maurice Laroche, Jr.
760 NE 7 Ave.
Dania, FL 33004

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of
Florida this 16 day of December, 1996.


Antonio Marcelli


Maurice Laroche, Jr.

SWORN TO AND SUBSCRIBED before me this 16 day of December,

1996.

Identification provided: Antonio Marcelli: personally known

Maurice Laroche, Jr.: personally known

Jeannette S Nicholson
JEANNETTE S NICHOLSON (Print Name)
NOTARY PUBLIC - State of
Florida at Large
Commission # CC 499918

My Commission expires:

11/5/99



JEANNETTE S NICHOLSON
My Commission CC499918
Expires Nov. 08, 1999