

MAY-30-1996 12:00

EMPIRE CORPORATE KIT

P.37

6

11:14 AM

PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF REVENUE

FROM: EMPIRE CORPORATE KIT

STATE OF FLORIDA

MIAMI FORT LAUDERDALE

100 EAST BAY STREET

MIAMI FORT LAUDERDALE

TALLAHASSEE, FL 32309

MIAMI FORT LAUDERDALE

FAX: (904) 922-4000

PHONE: (305) 541-3894

FAX: (305) 541-3770

((H00000007594))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OCA SHIPPING COMPANY, INC.

FAX AUDIT NUMBER: H00000007594

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/30/1996

TIME REQUESTED: 11:14:17

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

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ACCOUNT NUMBER: 072450003255

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NUM

Connect: 00:20:51

FILED
96 MAY 30 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 MAY 30 PM 1:54

RECEIVED

ARTICLES OF INCORPORATION
OF
OCA SHIPPING COMPANY, INC.

ARTICLE I
NAME

The name of this corporation is: OCA SHIPPING COMPANY, INC.

ARTICLE II
DURATION

This corporation shall exist on a perpetual basis commencing on the date of the signing of these Articles.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in international freight forwarding and for any and all other lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, said shares having a par value of One Dollar (\$1.00) per share.

ARTICLE V
CAPITALIZATION

The amount of capital with which the corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
FURTHER AND OTHER POWERS

The corporation shall have all powers given to it by the laws of the State of Florida, now or hereafter, and any specific power enumerated shall not be construed as a limitation upon the powers of the corporation.

PREPARED BY:
CHARLES H. GILMAN, P.A.
25 SOUTHEAST SECOND AVENUE
SUITE 1025
MIAMI, FLORIDA 33132-1604
TEL.: (305) 572-9100
FLORIDA BAR NO. 270067

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 MAY 30 PM 4:22

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**ARTICLE VII
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.

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Board of Directors is as follows:
OLIVER OSWALD,
8180 NORTHWEST 29TH STREET, 2ND FLOOR, MIAMI, FLORIDA 33122.

**ARTICLE IX
INCORPORATOR**

The name and address of the person signing these Articles is:
OLIVER OSWALD,
8180 NORTHWEST 29TH STREET, 2ND FLOOR, MIAMI, FLORIDA 33122.

**ARTICLE X
INITIAL REGISTERED AGENT**

The street address of the initial registered agent is:
8180 NORTHWEST 29TH STREET, 2ND FLOOR, MIAMI, FLORIDA 33122.

**ARTICLE XI
INITIAL OFFICE OF THE CORPORATION**

The street address of the initial office of the Corporation is:
8180 NORTHWEST 29TH STREET, 2ND FLOOR, MIAMI, FLORIDA 33122.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 13 day of May, 1996.

Oliver Oswald
OLIVER OSWALD

STATE OF FLORIDA)

ss:

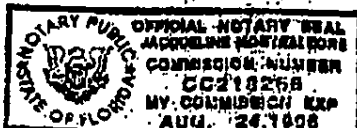
COUNTY OF DADE)

I HEREBY CERTIFY that before me, personally appeared, OLIVER OSWALD, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he was identified by Florida Drivers License and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the State of Florida, County of Dade, on this 30 day of May, 1996.

My commission expires:

Notary Public
Notary Public



H9600-007594

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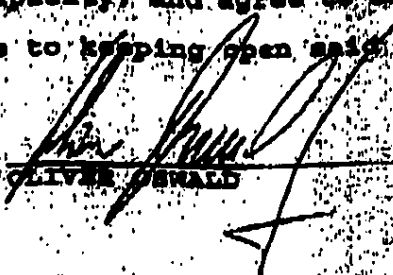
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR OFFICE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First-----That OCA SHIPPING COMPANY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named OLIVER OSWALD, located at: 8180 NORTHWEST 20TH STREET, 2ND FLOOR, MIAMI, FLORIDA as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


OLIVER OSWALD

FILED
96 MAY 30 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000007594

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6/06/96

FLORIDA DIVISION OF CORPORATIONS

11:22 AM

P960000046055

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136-33408-00
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT

NAME: OCA SHIPPING COMPANY, INC.
FAX AUDIT NUMBER: H96000007944
DATE REQUESTED: 06/06/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$35.00

CURRENT STATUS: REQUESTED
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CERTIFICATE OF STATUS: 0
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✓
Corporation
Linda

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96 JUN -6 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUN -6 PM 4:02

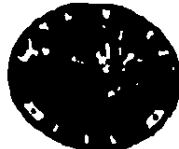
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P.02/03

EMPIRE CORPORATE KIT

JUN-06-1996 15:28

06/06/96 14:11 Fl. Dept. of State pl. /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1996

OCA SHIPPING COMPANY, INC.
8180 N.E. 25TH STREET
2ND FLOOR
MIAMI, FL 33122

SUBJECT: OCA SHIPPING COMPANY, INC.
REF: 996000046055

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

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) 487-6922.

Linda Stitt
Corporate Specialist

FAX Aud. #: 996000007944
Letter Number: 996A00026404

ARTICLES OF AMENDMENT

hhbL00000764

- A) The name of the corporation is OCA SHIPPING COMPANY, INC.
- B) The text of this adopted Amendment is as follows: the corporate name is hereby changed from OCA SHIPPING COMPANY, INC. to OAC SHIPPING COMPANY, INC.
- C) This Amendment does not provide for any exchange, reclassification, or cancellation of issued shares.
- D) This Amendment was adopted on June 5, 1996. Prior to the issuance of any corporate shares.
- E) This Amendment was adopted by the incorporator without shareholder action; shareholder action was not required.
- F) These Articles of Amendment are hereby executed by the corporation's sole incorporator who approved the Amendment.

DATED THIS 5TH DAY OF JUNE, 1996.

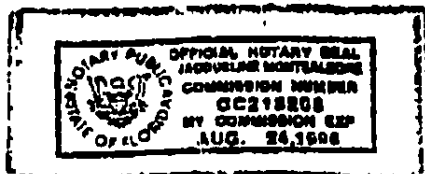
[Signature]
 OLIVER OSWALD, INCORPORATOR

STATE OF FLORIDA)
)
 COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared OLIVER OSWALD to me known to be the person described in and who was identified by Florida Drivers License and who executed the foregoing instrument and he acknowledged before me that he executed the same.

SWORN TO AND SUBSCRIBED before me on this 5TH day of June, 1996.

My commission expires:



[Signature]
 NOTARY PUBLIC, STATE OF FLORIDA
 JACQUELINE MONTENEGRO
 PRINT NAME

Charles H. Gelman, Esq.
 1025 Ingraham Bldg.
 25 SE 2nd Avenue
 Miami, FL 33131
 (305) 579-9100

FL Bar # 280067

FILED
 JUN - 6 PM 3:25
 TALLAHASSEE, FLORIDA
 96

hhbL00000764

12/26/96

696000046055
OAC Shipping Company Inc.

8180 N.W. 29th Street • Suite 201 • Miami, Florida 33122 • Tel: (305) 471-0300 • Fax: (305) 471-0300

Miami, December 23rd 1996

FLORIDA DEPARTMENT OF STATE

Division of Corporations

P.O. BOX 6327

Tallahassee, FL 32314

Att.: Karen Gibson
Change of Address Dept.

Ref.: Document Number P.96000046055

Dear Sirs,

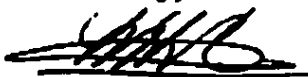
Please be advised that starting January 6th 1997, our address will be:

3399 N.W. 72nd Avenue
Suite 208A
Miami, FL 33122

Phone: (305) 477-2255
Fax : (305) 477-4469
e mail : OAC-MIAMI@worldnet.att.net

Kindly update your records accordingly.

Sincerely,



Mildred L. Cagol
OAC Shipping Company, Inc.

ADDRESS
CORRECTION
KAG
12/27/96