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ACCOUNT NO. : 072100000032
REFERENCE : 240497 81043A
AUTHORIZATION :
COST LIMIT : \$ PRE-PAID

ORDER DATE : January 29, 1997
ORDER TIME : 9:35 AM
ORDER NO. : 240497-005

CUSTOMER NO: 81043A
CUSTOMER: Yahnnny Abreu, Legal Asst
JACK L. WEITZMAN, PA
11420 S.w. 109th Road
Miami, FL 33173

300002072443-8
-01/29/97-01051-004
***122.50 ***122.50

DOMESTIC FILING

NAME: ORINOQUIA BARGE & TUG
COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED
97 JAN 29 PM 1:43
TALLAHASSEE, FLORIDA
RECEIVED
97 JAN 29 AM 10:51
DIVISION OF CORPORATION

KL
1-29-97

ARTICLES OF INCORPORATION
OF
ORINOQUIA BARGE & TUG COMPANY

97 JAN 29 PM 1:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is **ORINOQUIA BARGE & TUG COMPANY**.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States or Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office and agent of this corporation is:

(a) Registered Agent - Jack L. Weitzman

(b) Registered Agent Office - 11420 S. W. 109 Road, Miami, Florida 33176

ARTICLE VI

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of the Corporation is ORINOQUIA BARGE & TUG COMPANY. The mailing address of the Corporation is 11420 S.W. 109 Road, Miami, Florida 33176 at 11420 S.W. 109 Road, Miami, Florida 33176.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one 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. The name and address of the initial Director of this corporation are:

Jack L. Weitzman, Esq. Director/President
11420 S.W. 109 Road
Miami, Florida 33176

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Jack L. Weitzman, 11420 S. W. 109 Road, Miami, FL 33176.

ARTICLE IX

AMENDMENT OF ARTICLES

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

ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles this 24th day of January, 1997.



JACK L. WEITZMAN

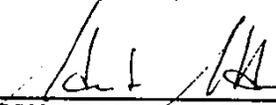
STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACK L. WEITZMAN, known to me and known by me to be the person who executed the foregoing articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 24 day of January, 1997.



STUART SUTTA
MY COMMISSION # CC465612 EXPIRES
AUGUST 11, 1999
BONDED THRU TROY FAHN INSURANCE, INC


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.0501 and 607.0505, Florida Statutes.

DATED this 24th day of January, 1997.


JACK L. WEITZMAN
REGISTERED AGENT

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97 JAN 29 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA