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TRANS CARIBBEAN SHIPPING
20401 ALH. 2ND FLOOR
Suite 224
Miami, FL 33169

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TALLAHASSEE, FLORIDA

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CORPORATION NAME, DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 700002070157--2
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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P. CHADDER

FEB 20 1997

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 31, 1997

MICHAEL GRANT
20401 NW 2 AVE STE 224
NO MIAMI, FL 33169

SUBJECT: TRANS CARIBBEAN SHIPPING, INC.
Ref. Number: W97000002436

We have received your document for TRANS CARIBBEAN SHIPPING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 597A00005117

ARTICLES OF INCORPORATION OF TRANS CARIBBEAN SHIPPING, INC.

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be TRANS CARIBBEAN SHIPPING, INC.

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the Laws of the State of Florida and the United States of America.

B. To be involved in the business of import export, freight forwarding, moving and storage, consolidation, shipping and receiving of goods and merchandise both on a domestic and international scale.

C. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

D. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable

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instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

E. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence in indebtedness, to exercise all of the right to vote according to the rights of said instruments and agreements.

F. To purchase, hold, sell and transfer shares of its own capital stock; however, subject, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purposes of any stockholder's quorum or vote.

G. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares that this corporation is authorized to have outstanding at any time is 1,000 shares of \$1.00 per value.

IV

The amount of capital with which this corporation shall begin business shall be 1,000..

V.

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at County of Dade, State of Florida.

VII

The Board of Directors of this corporation shall consist of not less than one (1) and not more than five (5) members.

VIII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

MICHAEL GRANT

1990 NW 183 St.

&

N. MIAMI, FL.33056

ROSE GRANT

Apt. # 7

IX

The principal office, registered agent, registered office and mailing address for this corporation are:

MICHAEL GRANT

20401 N.W. 2nd AVE.

SUITE 224

NORTH MIAMI, FL. 33169

X

The name and addresses of each subscriber to these Articles of Incorporation, are as follows:

MICHAEL GRANT

1990 N.W. 183 St.

N. Miami, Fl. 33056

Apt. #7

ROSE GRANT

1990 N.W. 183 St.

N. Miami, Fl. 33056

Apt. #7

XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected shall be:

XII

BYLAWS

The initial Bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, altered, amended, or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any Bylaws adopted if the shareholders specifically provide that such Bylaws shall not be altered, amended or repealed by the Board of Directors.

XIII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of the corporation at the initial registered office these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Michael A. Grant
MICHAEL A. GRANT

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation.

Michael Grant
Rose Grant

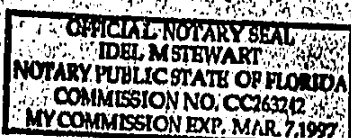
STATE OF FLORIDA

DADE COUNTY

I hereby certify that on this day personally appeared Michael and Rose Grant to me known to be the same described in and who executed the Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber (s) and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida, this 16th day of October, 1996.

Florida Dr. Lic. G 653-541-58-344-0



Idel M Stewart
NOTARY PUBLIC, STATE of FLORIDA
at Large.