



THE COMPANY CORPORATION

1414 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P97000022934

March 3, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Postal Waterways, Inc.
P3303326PODUR

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-03/07/97--01062--010
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Postal Waterways, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Regina Cephas
Regina Cephas
Vice President

enc.

Dmc
3/13/97

FILED
97 MAR -7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Postal Waterways, Inc.

The undersigned natural person(s), of the age of 21 or more acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation will be Postal Waterways, Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 26860 SW 132 Ave., Homestead, FL 33033.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.

FIFTH: The total authorized stock of this corporation is divided into 20,000 share(s) at \$0.25 par value.

SIXTH: The number of directors constituting the initial board of directors is three, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Joseph E. Dureiko 28600 SW 132 Ave., Homestead, FL 33033
J. Mario Lavoie 28600 SW 132 Ave., B-52, Homestead, FL 33033
Donna Lavoie 28600 SW 132 Ave., B-52, Homestead, FL 33033

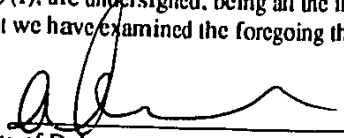
SEVENTH: The duration of this corporation is perpetual.

EIGHT: This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Alison Kochie 1313 N. Market Street Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 27th day of February 1997.


State of Delaware County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 27th day of February, 1997, by Alison Kochie


Notary Public

NOTARY PUBLIC
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by, Alison Kochie, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440.

FILED
97 MAR -7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAR -7 AM 11:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Postal Waterways, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Homestead, State of
Florida, has named Larry Wolfe located at
200-A John Knox Rd., Tallahassee, FL 32303-6643
as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.



March 3, 1997
Date