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April 9, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

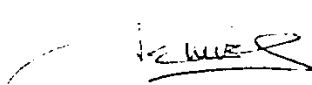
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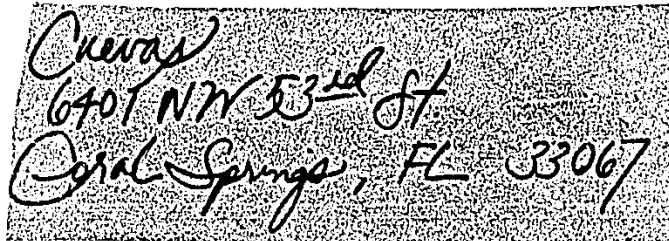
Re: KJ Partners in Shipping, Inc.

Enclosed is an original and one copy of the Articles of Incorporation for KJ Partners in Shipping, Inc. A check in the amount of \$78.75 is also enclosed as payment for the filing fee and a certificate of incorporation.

Please do not hesitate to contact me by telephone or facsimile at 954-255-8931 if you have any questions.

Sincerely,


Joann Cuevas, President
KJ Partners in Shipping, Inc.



Enclosure

FILED
97 APR 11 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 4/14/97

ARTICLES OF INCORPORATION

The undersigned incorporator, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I - Name

The name of the corporation shall be KJ Partners in Shipping, Inc.

ARTICLE II - Principal Office and Mailing Address

The principal place of business of the corporation shall be:

1900 S. Ocean Blvd., #PHM
Fort Lauderdale, Florida 33308

The mailing address of the corporation shall be:

P.O. Box 306
4737 N. Ocean Blvd.
Fort Lauderdale, Florida 33308

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TALLAHASSEE, FLORIDA

ARTICLE III - Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE IV - Purpose of Corporation

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stated Capital

The corporation is authorized to issue 1,000 common shares of one dollar (\$1.00) par value common stock. Each outstanding share shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders. At no time shall the corporation have more than one class of stock outstanding.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued thereof, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in exchange for labor or services actually performed for the corporation. Shares may not be issued until the full amount of the

consideration thereof has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE VI - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent as by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the incorporation. The name and street address of the initial Director who shall hold office shall be:

Joann Cuevas
6401 N.W. 53rd Street
Coral Springs, Florida 33067

ARTICLE VII - Indemnification

The corporation shall indemnify any present officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII - Corporate By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested with the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX - Amendment to Articles of Incorporation

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

ARTICLE X - Incorporator

The name and address of the subscriber to these Articles of Incorporation shall be:

Joann Cuevas
6401 N.W. 53rd Street
Coral Springs, Florida 33067

ARTICLE XI - Name and Address of Initial Registered Agent

The name and address of the initial registered agent of the corporation shall be:

Joann Cuevas
1900 S. Ocean Blvd., #PHM
Fort Lauderdale, Florida 33308

The undersigned incorporator hereby executes these Articles of Incorporation this 7 day of

April, 1997.


Joann Cuevas

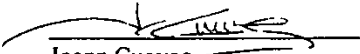
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. Corporate name: KJ Partners in Shipping, Inc.
2. Name and address of the registered agent and office:

Joann Cuevas
1900 S. Ocean Blvd., #PHM
Fort Lauderdale, Florida 33308

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Joann Cuevas

7/7/97
Date

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97 APR 11 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA