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FILED
97 APR 25 PH 3: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 16, 1997

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***122.50 ***122.50

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
4-21-97

Re: Formation of " Neptune Container Lines, "Inc.

Dear Sir or Madam:

I enclose the Articles of Incorporation of Neptune Container Lines, Inc. together with my check in the amount of \$122.50 representing the following:

Filing Fee:	\$ 35.00
Designation of Registered Agent	35.00
Certified copy of Articles	<u>52.50</u>

TOTAL: \$122.50.

Please file the Articles, certify the additional copy and return to the undersigned as soon as possible.

Thank you for your cooperation.

Sincerely,



Enclosures(2)

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4/28/97

ARTICLES OF INCORPORATION

OF

Neptune Container Lines, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be:

Neptune Container Lines, Inc.

(hereafter referred to as the "Corporation").

ARTICLE II - ACTIVITIES

The Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

5,000 Shares Common Stock - Par Value One Dollar (\$1.00).

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid.

ARTICLE IV - COMMENCEMENT OF EXISTENCE

This corporation shall commence its existence on the 21 day of April, 1997, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE V - IDENTITY OF REGISTERED AGENT,
INCORPORATOR AND PRINCIPAL OFFICE AND ADDRESSES**

The following represents the identity of the Incorporator, Registered Agent and principal office of the Corporation in the State of Florida:

1. Principal Office: The street address of the principal office, the registered office and the mailing address for the Corporation in the State of Florida is:

Neptune Container Lines, Inc.
301 Cadima Avenue
Coral Gables, Florida 33134

2. Registered Agent: The name and address of the Initial Registered Agent of this corporation is:

Ronald Sonbeek
301 Cadima Avenue
Coral Gables, Florida 33134

3. Incorporator: The name and address of the incorporator executing these Articles is:

Ronald Sonbeek
301 Cadima Avenue
Coral Gables, Florida 33134

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by amendment to the by-laws but shall never be less than one (1). The names and address of the initial directors of the Corporation who are to serve until their successors are duly elected and qualified are:

Ronald Sonbeek
301 Cadima Avenue
Coral Gables, Florida

Melanie Sonbeek
301 Cadima Avenue
Coral Gables, Florida 33134

ARTICLE VII - CONFLICT OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he, or she, or such firm is so interested shall be disclosed or shall have been known to the Board of

Directors or a majority thereof, and any director of this Corporation who is also a Director or any officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE VIII - CORPORATE DEBTS

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders of the Corporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify, advance expenses on behalf of, and provide appropriate insurance for its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21 day of April, 1997.

NAME: Ronald Sonbeck, President
Incorporator and Subscriber

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Ronald Sonbeek personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me under oath that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 21 day of April, 1997.



"OFFICIAL SEAL"
LEIDIA DI MASCIO
My Commission Expires 11/14/97
Commission #CC 330167

Leidia Di Mascio
Leidia Di Mascio
(Print Name)
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, Ronald Sonbeek Of 301 Cadima Av,
Miami, Florida 33134, having been named as the Registered Agent of the Corporation at the place designated above, hereby acknowledges that he is familiar with and accepts the appointment and the duties of Registered Agent, agrees to act in this capacity and agrees to comply with the provision of all statutes relative to the proper and complete performance of his duties.

Signed this 21 day of April, 1997.

Name: Ronald Sonbeek, Registered Agent
Ronald Sonbeek