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7/10/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839 FAX #: (305)716-0346

NAME: FLORIDA SHIPPING INTERNATIONAL CORP.
AUDIT NUMBER.....H97000011315
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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** ENTER 'M' FOR MENU. **

FLORIDA DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 JUL 10 PM 3:45

Bm 7/10/97

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**Articles of Incorporation
of
FLORIDA SHIPPING INTERNATIONAL CORP.**

Article I. Name

The name of this Florida corporation is:
FLORIDA SHIPPING INTERNATIONAL CORP.

Article II. Address

The mailing address of the Corporation is:

**FLORIDA SHIPPING INTERNATIONAL CORP.
7833 N.W. 72 Ave.
Miami, FL 33168**

Article III. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

**CARLOS LOPEZ
7833 N.W. 72 Ave.
Miami, FL 33168**

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

CARLOS LOPEZ - 7833 N.W. 72 AVE., MIAMI, FL

Prepared by: Rechin & Associates, P.A., 11120 N. Kendall Dr., #201, Miami, FL 33178 (305)270-2040

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

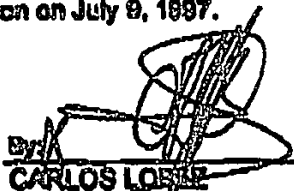
The name and address of the incorporator is:

CARLOS LOPEZ
7833 N.W. 72 Ave.
Miami, FL 33166

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on July 9, 1997.

By: 
CARLOS LOPEZ
President

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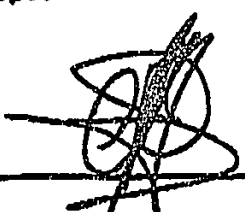
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
FLORIDA SHIPPING INTERNATIONAL CORP.

REGISTERED AGENT:
CARLOS LOPEZ
7833 N.W. 72 Ave.
Miami, FL 33163

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By 

CARLOS LOPEZ
President

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