

197000080324

9/16/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:52 AM

((H97000015297 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: NORTHWEST SHIP CHANDLERS U.S.A., CORP.
AUDIT NUMBER.....H97000015297
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

SEP 16

FILED
97 SEP 16 PM 4:12
TALLAHASSEE, FLORIDA

FILED

97 SEP 16 PM 4:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF**

NORTHWEST SHIP CHANDLERS U.S.A, CORP.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **NORTHWEST SHIP CHANDLERS U.S.A, CORP.**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under laws of United States of America and of the State of Florida.

ARTICLE IV - POWER

This corporation shall have all to the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorize to issue 100 shares of \$5.00 (Five Dollars) par value Common Stock, which shall be designate "Common Shares"

ARTICLE VI - STREET ADDRESS OF THE CORPORATION'S,

The street address of the Corpotarion's initial registered office and principal office is: 451 W 38 Place Hialeah, Florida, 33012.

Page 1 of 2

Prepared By: Pedro M. Nodal
1142 W. 68th St.
Hialeah, Florida 33014
(305) 823-4416

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial Directors for this corporation until the first annual meeting of shareholders or until their successor are elected and qualified are:

Name:

Address:

Hidalgo E. Socorro.

Ave 68 # 67-120. Los Olivos
Maracaibo, Venezuela.

Julio J. Rosario.

Ave 68 # 67-120. Los Olivos
Maracaibo, Venezuela.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Irma del Valle

451 W. 38 Pl. Hialeah, Fl 33012

ARTICLE IX - AMENDMENT

This corporation reserve the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

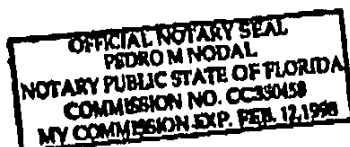
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th of September, 1997

Irma del Valle
Irma del Valle.

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of September, 1997 by Irma del Valle, incorporator of Northwest Ship Chandlers U.S.A, Corp. on behalf of the corporation. He is personally known to me, and did not take an oath.

Pedro M Nodal
NOTARY PUBLIC.



FILED

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

97 SEP 16 PM 4:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:NORTHWEST SHIP CHANDLERS U.S.A., CORP.**2. The name and address of the registered agent and office is:**IRMA DEL VALLE
451 W. 38 Place(P.O. BOX NOT ACCEPTABLE)HIALEAH, FL. 33012.(CITY/STATE/ZIP)

SIGNATURE

Irma del Valle

TITLE

INCORPORATOR

DATE

Sep 15, 1997

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Irma del Valle

DATE

Sep 15/97