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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 22 PM 12:12

June 8th, 1998

Secretary Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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-06/22/98--01089--008
****122.50 ****122.50

Re: U.S. Container Line, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,



Dunney Cesar Perez
U.S. Container Line, Inc.

U.S. Container Line, Inc.
1418 N.W. 82nd Avenue
Miami, Fl. 33126
305-639-4795

D. BROWN JUN 24 1998

ARTICLES OF INCORPORATION

of

U.S. CONTAINER LINE, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) 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:

U.S. CONTAINER LINE, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue THREE HUNDRED shares (300) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>DUNNEY CESAR PEREZ</u>		
ADDRESS	<u>1418 N.W. 82nd AVENUE</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33126</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>U.S. CONTAINER LINE, INC.</u>		
ADDRESS	<u>1418 N.W. 82nd AVENUE</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33126</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FOUR (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	<u>DUNNEY CESAR PEREZ</u>		
ADDRESS	<u>751 N.W. 134th AVENUE</u>		
CITY	<u>MIAMI</u>	STATE <u>FLORIDA</u>	ZIP <u>33182</u>
NAME	<u>JOHN M. VANDERHOFF and CELSO R. FERNANDEZ</u>		
ADDRESS	<u>1285 SMITHDALE ROAD</u>		
CITY	<u>CUMMING</u>	STATE <u>GEORGIA</u>	ZIP <u>30040</u>
NAME	<u>JORGE EMILIO PEREZ</u>		
ADDRESS	<u>3275 S.W. 110th AVENUE</u>		
CITY	<u>MIAMI</u>	STATE <u>FLORIDA</u>	ZIP <u>33165</u>

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JUN 22 PM 12:19

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	DUNNEY CESAR PEREZ		
ADDRESS	751 N.W. 134th AVENUE		
CITY	MIAMI	STATE	FLORIDA ZIP 33182
NAME	JORGE EMILIO PEREZ		
ADDRESS	3275 S.W. 110th AVENUE		
CITY	MIAMI	STATE	FLORIDA ZIP 33165
NAME	USA TRANSPORT, INC.		
ADDRESS	1285 SMITHDALE ROAD		
CITY	CUMMING	STATE	GEORGIA ZIP 30040


(registered agent) / INCORPORATOR

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

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U.S. CONTAINER LINE, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1418 N.W. 82nd AVENUE


MIAMI, FLORIDA 33126

has named DUNNEY CESAR PEREZ

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent) / INCORPORATOR