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To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

99 APR 29 AM 7:30  
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FLORIDA PROFIT CORPORATION OR P.A.

ALL-STAR SHIPPING CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
ALL-STAR SHIPPING CORP.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is ALL-STAR SHIPPING CORP. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 469 NW 79<sup>th</sup> Street, Miami, FL 33150.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

Prepared By:  
Jeannette A. Andrews-Thompson  
P. O. Box 510605  
Miami, FL 33151  
#0075124 (305) 751-8934

**ARTICLE V: AUTHORIZED SHARES**

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

**ARTICLE VI: PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office is 3095 NW 14<sup>th</sup> Street, Miami, FL 33125; and the registered agent at that office is MARIA DIAZ.

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

MARIA DIAZ  
3095 NW 14<sup>th</sup> Street  
Miami, FL 33125

JOSE L. MACHADO  
3095 NW 14<sup>th</sup> Street  
Miami, FL 33125

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

MARIA DIAZ  
3095 NW 14<sup>th</sup> Street  
Miami, FL 33125

IN WITNESS WHEREOF, I, MARIA DIAZ, the undersigned Incorporator, have signed these Articles of Incorporation on this 29 day of April, 1999, and acknowledged the same to be my act.

Maria Diaz  
MARIA DIAZ

STATE OF FLORIDA )

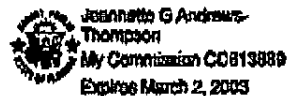
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 29 day of April, 1999 by MARIA DIAZ, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: [Signature]

PRINT: Jeannette G. Andrews-Thompson  
STATE OF FLORIDA AT LARGE



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First—That ALL-STAR SHIPPING CORP. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named MARIA DIAZ, at 3095 NW 14<sup>th</sup> Street, in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

**ACKNOWLEDGMENT:**

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.

BY: Maria Diaz  
MARIA DIAZ

DATE: 4-28-99

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