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ACCOUNT NO. : 072100000032

REFERENCE : 328205 4144A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 43.75

ORDER DATE : November 19, 2003

ORDER TIME : 10:19 AM

ORDER NO. : 328205-005

CUSTOMER NO: 4144A

CUSTOMER: Ms. Rosa Maria Ancheta
Holland & Knight Llp
Suite 3000
701 Brickell Avenue
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: TAMPA CARGO LOGISTICS, INC.

EFFECTIVE DATE:

XX ___ RESTATED ARTICLES OF INCORPORATION

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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF TAMPA CARGO LOGISTICS, INC.

The undersigned, pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007, 607.0704 and 607.0821 of the Florida Business Corporation Act, adopts the following Amended and Restated Articles of Incorporation of TAMPA CARGO LOGISTICS, INC., a corporation duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on October 1, 2003, (the "Corporation"), (the "Amended and Restated Articles of Incorporation") and confirms that such Amended and Restated Articles of Incorporation were duly adopted by unanimous written consent of the Board of Directors and sole Shareholder of the Corporation on November 12, 2003:

ARTICLE I. NAME

The name of the Corporation is TAMPA CARGO LOGISTICS, INC.

ARTICLE II. ADDRESS

The mailing address of the Corporation is 1650 N.W. 66th Avenue, Building 708, Suite 206, Miami, Florida 33122.

ARTICLE III. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having $.01 par value per share.

ARTICLES V. DIRECTORS

The names and addresses of the initial directors of the Corporation are:

Name	Address
Frederik Jacobsen	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122

Adriana Palacio	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Carlos Ivan Villegas	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Liborio Cuellar	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Pedro Pulido	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122

ARTICLES VI. OFFICERS

The names, respective offices and addresses of the initial officers of the Corporation are:

Name	Office	Address
Frederik Jacobsen	President	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Adriana Palacio	Secretary	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Fred van Gulden	Treasurer	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122
Rodrigo de Narváez	Manager	1650 N.W. 66th Ave. Bldg. 708, Suite 206 Miami, Florida 33122

ARTICLE VII. REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 701 Brickell Ave., Suite 3000, Miami, Florida 33131 and the name of the Corporation's registered agent at that address is Intrastate Registered Agent Corporation.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors (the "Board of Directors") and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

These Amended and Restated Articles of Incorporation of the Corporation are hereby executed this 12 day of November, 2003.

Adriana Palacio
Secretary and Director

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