



Prentice Hall Legal & Financial Services

ATTN: M. Sca (904) 222-7405

1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Amber Freight International
of Miami Ltd

P95000011678

- | | |
|---|---|
| <input type="checkbox"/> Alter Name | <input type="checkbox"/> Name Reservation |
| <input type="checkbox"/> Alter Address | <input type="checkbox"/> Name Registration |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Non-Profit/Articles of Incorporation |
| <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Other |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Fictitious Business Name | <input type="checkbox"/> Reinstatement |
| <input type="checkbox"/> Foreign - Profit | <input type="checkbox"/> Resignation of R.A., Off/Dir |
| <input type="checkbox"/> Foreign - Non-Profit | <input type="checkbox"/> Trademark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> UCC/Filing 1 |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> UCC/Filing 3 |
| <input type="checkbox"/> Mtr. Veh. | |

- | | |
|--|---|
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopy | <input type="checkbox"/> Good Standing |
| <input type="checkbox"/> Corporate Print-Out | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search | |

Walk in Call if Problem Will Wait Pick up 4/30/11 11:00
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

1095-2521
505

BRANCH ORDERING: AMB BY: Joey

BRANCH RECEIVING: Tally BY: Ken

REF/JOB # R21162858 BY

CLIENT MATTER # _____

SAME DAY _____ 24 HR _____ ROUTINE _____

VERBAL REQUESTED: YES OR NO _____

DATE SENT: ___/___/___ MAIL FAX _____ FED EXP. _____

FILED: ___/___/___

SENT TO: BRANCH CLIENT _____

SPECIAL INSTRUCTIONS: _____

CHECK #	_____
ST./CTY/ FEES	<u>120.50</u>
CORR. FEE/ SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____



05 FEB 10 PM 1:40
 FLORIDA DEPARTMENT OF STATE
 Sandra B. Mathaway
 Secretary of State

February 1, 1995

PRENTICE HALL

TALLAHASSEE, FL

SUBJECT: AMBER FREIGHT INTERNATIONAL OF MIAMI, LTD.
 Ref. Number: W95000002321

Please back date
 2-1-95
 5-55 FEB -1 PM 2 01
 FILED

We have received your document for AMBER FREIGHT INTERNATIONAL OF MIAMI, LTD. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please (904) 487-6052.

Hope Sims
 Corporate Specialist

Letter Number: 895A00004286

ARTICLES OF INCORPORATION

OF

AMBER FREIGHT INTERNATIONAL OF MIAMI, INC.

FILED
25 FEB - 1 P 2 07

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is AMBER FREIGHT INTERNATIONAL OF MIAMI, INC.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is:

c/o G. Hober - 8341 Sands Point Blvd.; Tamarac, FL 33321

THIRD: The mailing address, wherever located, of the corporation is:

c/o G. Hober - 8341 Sands Point Blvd.; Tamarac, FL 33321

FOURTH: The number of shares that the corporation is authorized to issue is 200, all of which are without par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is:

8341 Sands Point Blvd.; Tamarac, Florida 33321.

The name of the initial registered agent of the corporation at the said registered office is Elaine Rosendorf.

The written acceptance of the said initial registered agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator are:

NAME

ADDRESS

Mark Anspacher

155 Washington Avenue

Albany, NY 12210

FILED
25 FEB - 1 1995

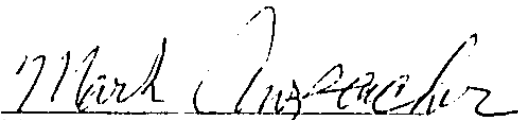
SEVENTH: The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

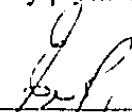
NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on January 20, 1995


Mark Anspacher, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.


Elaine Rosendorf

R2116-085844

P95000 11678

1201 HAYS STREET
TALLAHASSEE, FL 32310
800-242-8088

CSC networks
PROFESSIONAL LEGAL & FINANCIAL SERVICES CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 759082 4339617
AUTHORIZATION : *Patricia Pyzdek*
COST LIMIT : \$ *20.00*

ORDER DATE : December 8, 1995

15.00

ORDER TIME : 9:44 AM

ORDER NO. : 759082

000001658989

CUSTOMER NO: 4339617

CUSTOMER: C Pellettiere, Legal Asst
Rogovin, Golub, Bernstejn &
10 East 40th Street

New York, NY 10016

DOMESTIC AMENDMENT FILING

NAME: AMBER FREIGHT INTERNATIONAL
OF MIAMI, INC.

FILED
95 DEC 11 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

EXAMINER'S INITIALS: _____

*MC
RPG
12-11*

ARTICLES OF AMENDMENT

OF

AMBER FREIGHT INTERNATIONAL OF MIAMI, INC.

FILED
95 DEC 11 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Amendment.

1. The name of the corporation is AMBER FREIGHT INTERNATIONAL OF MIAMI, INC.

2. Article I of the Articles of Incorporation of the corporation is hereby amended so as henceforth to read as follows:


"1. The name of the corporation is AMBER WORLDWIDE LOGISTICS, INC."

3. The date of adoption of the aforesaid amendment[s] was October 30, 1995.

4. The number of votes cast for the said amendment[s] by the shareholders was sufficient for the approval thereof.

Executed on NOVEMBER 30, 1995

AMBER FREIGHT INTERNATIONAL OF MIAMI, INC.



Elaine Rosendorf, President

R2116-128940