

96000059155

FLORIDA DIVISION OF CORPORATIONS
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8403 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-311-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (904) 922-4000 FAX: (305) 592-9591

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FORWARD GARGO SYSTEM CORP.
FAX AUDIT NUMBER: H9600009791 CURRENT STATUS: REQUESTED
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((H9600009791))
** ENTER 'M' FOR MENU. **

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95 JUL 15 PM 4:34
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

7/15

RECEIVED
96 JUL 15 PM 1:24
DIVISION OF CORPORATIONS

CERTIFICATE OF INCORPORATION

OF

Forward Cargo System Corp

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
55 JUL 15 PM 4
FILED

We, the undersigned, in order to form a Corporation for profit for the purpose hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this certificate of Incorporation, and do adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

ARTICLE I

The name of the Corporation shall be:

Forward Cargo System Corp

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on by this Corporation shall be:

- (a) This Corporation is organized with the purpose to engage in the General Service business and all other lawful activities permitted under the laws of the State of Florida and the United States of America.
- b) To enter into, make and perform contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, town, city, country, state, territory or government.
- c) To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of, and deal in lands and leaseholds, and any franchises, rights in real property, and personal or mixed property, and any rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as

Prepared by: Jose Arcas
11321 W. Flagler St.
Miami, Fl 33174
(305) 551-1528

natural person, whether as principals, agents trustees or otherwise.

d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the rights to vote thereon.

e) To purchase, hold, sell and transfer the shares of its own capital stock; provide it shall not use its funds or property for the purchase of its own shares of capital stock except from the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stocks belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or votes.

f) To do all and everything necessary and proper for the accomplishment of the objectives enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this Corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objectives aforesaid Corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any all things herein before set forth the same extent as natural person might or could do.

ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding any time shall be Five hundred shares all of which shall be of

\$10.00 par value and each of which shares shall be issued fully paid and non-assessable, and shall be payable in lawful money of the United States of America, or in service or property at just valuation, to be fixed by the Directors of this Corporation at the organizational meeting, or any other meeting held for that purpose.

ARTICLE IV

The initial registered office of the corporation is: Freddy E. Rendon and the initial registered agent at such address is: 10288 N.W. 9 St Circle #304 Miami FL 33172

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The initial Post Office Address of the principal office of this corporation in the State of Florida is: 10288 N.W. 9 St Circle #304 Miami FL 33172

ARTICLE VII

This Corporation shall have 1 directors, initially. The number of directors may be increased or diminished from time to time, by law adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the first Board of Directors and officers of this Corporation, who shall hold office for the First year of its existence or until successors are elected and qualified, are as follow:

Freddy E. Rendon, President-Treasurer, 10288 N.W. 9 St Circle
 (full name) (title) (address)
#304 Miami FL, 33172

ARTICLE IX

The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

Freddy E. Rendon, President-Treasurer, 10208 NW 9 St Circle #204
 (full name) (title) (address)
 MIAMI, FLA 33172
500 shares.

ARTICLE X

The management and control of the business of the Corporation shall be conducted under the directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit: a President, one or more Vice-President, a Treasurer, and a Secretary; one or more of said officers may hold one or more offices except that the President may not also be the Secretary or Assistant Secretary. No person holding two offices shall act in or execute any instrument in the capacity of more than one office.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE XII

In furtherance, and not in limitation of the powers conferred by Statutes

the Board of Directors is expressly authorized:

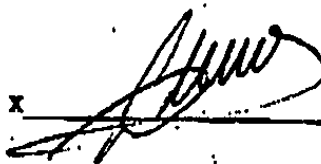
a) To adopt and amend the by-laws of this Corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.

b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this Corporation.

c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.

d) When and as authorized by the affirmative vote of stockholders of record holding stock in the Corporation entitling them to exercise at least a majority of the voting power given at stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of this property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interest of the Corporation. IN WITNESS WHEREOF, the

incorporators have hereunto set their respective hands and seals this 15 day of July, 1996.


X  _____ (SEAL)

X _____ (SEAL)

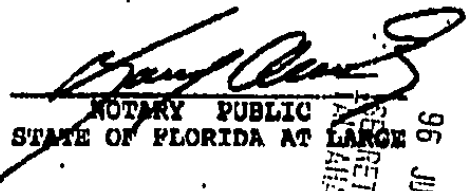
X _____ (SEAL)

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared: Freddy E. Rendon to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before that they subscribed to those Articles of Incorporation.

X 

Sworn to and subscribed before me on this 15 day of July, 1996.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires



SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 JUL 15 PM 4:34
FILED

P96000059155

Requestor's Name
 Address
 890 S.W. 07 AVENUE, SUITE 10
 MIAMI, FLORIDA 33174 (305)552-5973
 City/State/Zip Phone #
 LOCAL REPRESENTATIVE TALLAHASSEE

600002292676--7
 -07/08/97--01044--005
 *****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- FORWARD CARGO SYSTEM CORP. (Corporation Name) (Document #)
- Amend (Corporation Name) (Document #)
- (Corporation Name) (Document #)
- (Corporation Name) (Document #)

FILED
 97 JUL -8 PM 1:14
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS		Date
<input checked="" type="checkbox"/>	Amendment	7/8/97
<input type="checkbox"/>	Resignation of R.A., Officer/ Director	DDU
<input type="checkbox"/>	Change of Registered Agent	DDU
<input type="checkbox"/>	Dissolution/Withdrawal	DDU
<input type="checkbox"/>	Merger	DDU
	W.P. Verityer	DDU

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 97 JUL -8 AM 10:24
 DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FORWARD CARGO SYSTEM CORP

97 JUN -8 PM 1:14
FILED
SECRETARY OF STATE
MILWAUKEE, WIS.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article III

The maximum number of shares of stock which this corporation shall have outstanding any time shall be 500 shares all of which shall be of \$ 1.00 par value and each of which shares shall be issued fully paid and non-assessable, and shall be payable in lawful money of the United States of America, or in service or property at just valuation, to be fixed by the Directors of this Corporation at the organizational meeting, or any other meeting held for that purpose.

Article VII

This Corporation shall have 2 directors, The number of directors may be increased or diminished from time to time, by law adopted by the stockholders.

Article VIII

The names and post office addresses of the Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until successors are elected and qualifies , are as follow:

Freddy E Rendon	President
Cesar Ontaneda	Secretary



Freddy E Rendon
10288 N.W. 9 ST CIR. # 204
Miami Fl 33172



Cesar Ontaneda
3522 N.W. 95TH TERR.
Sunrise FL 33351

Articles IX

The names and post office addresses of the subscribers to this certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

Freddy E Rendon, President, 10288 NW 9 St Cir # 204, Miami FL 33172. 250 shares.



FREDDY E RENDON

Cesar Ontaneda, Secretary, 352 NW 95TH TERR., Sunrise, FL 33351
250 Shares



CESAR ONTANEDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendments(s): JULY 3, 1997

FOURTH: Adoption of Amendment(s) (check one)

The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendments(s) was/were sufficient for a approval.

The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

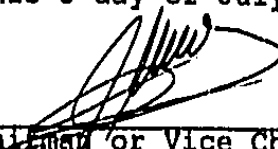
"The number of votes cast for the amendments(s) was/were sufficient for approval by _____."
(voting group)

— The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

— The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3 day of July, 1997

By



(Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(A Director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

FREDDY E. RENDÓN
President