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FAX NO. : _____

Apr. 25 2002 04:49PM P1

Division of Corporations

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PO20000045836

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : B & M INTERNATIONAL GROUP, CORP.

Account Number : I20010000238

Phone : (786) 313-0105

Fax Number : (786) 313-0106

FLORIDA PROFIT CORPORATION OR P.A.

FERMAX FREIGHT & SERVICES, CORP.

Certificate of Status	0
Certified Copy	1
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H 02000103992 2
ARTICLES OF INCORPORATION
OF
FERMAX FREIGHT & SERVICES, CORP.

THE UNDERSIGNED incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is:

FERMAX FREIGHT & SERVICES, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address is:

**4301 Collins Av. Apt.804
Miami, FL. 33140**

ARTICLE III PURPOSE

The general nature of the business and objects and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business
2. Said corporation shall further have powers:

To have perpetual succession by its corporate name:

FERMAX FREIGHT & SERVICES, CORP.
B & M INT'L GROUP, CORP.
1840 West 49 ST Suite 705
Hialeah, FL 33012
786-3130105
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ARTICLE IV SHARES

The aggregate number of shares which the corporation shall have authority to issue is the total sum of **100 shares**, having an individual par value of **\$10.00**

Unless otherwise stated in these articles, or in an amendment to these articles, these shall be only one (1) class of stock of this corporation.

ARTICLE V INITIAL OFFICER(S)

The name(s), address (es) and title(s):

JAVIER A. LOPEZ
4301 Collins Av. Apt.804
Miami, FL. 33140

PRESIDENT

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

JAVIER A. LOPEZ
4301 Collins Av. Apt.804
Miami, FL. 33140

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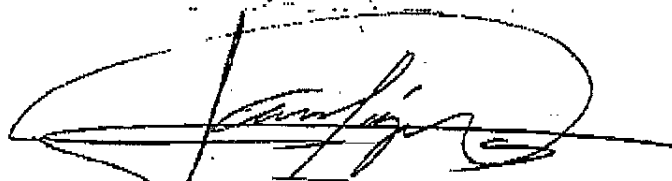
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ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

JAVIER A. LOPEZ
4301 Collins Av. Apt. 804
Miami, FL. 33140

The undersigned incorporator has executed these articles of incorporation this 25 day of
APRIL, 2002

A handwritten signature in black ink, appearing to read 'Javier A. Lopez', is written over a horizontal line. The signature is stylized with a large loop at the end.

INCORPORATOR SIGNATURE

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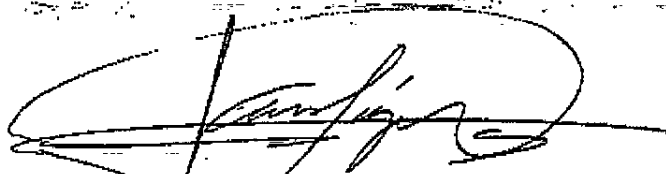
CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

The name and address of the registered agent and office is:

JAVIER A. LOPEZ
4301 Collins Av. Apt.804
Miami, FL 33140

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.



REGISTERED AGENT SIGNATURE

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