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January 9, 2003

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Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

### Re: Thiel-Logistics USA, Inc.

Dear Sir or Madam:

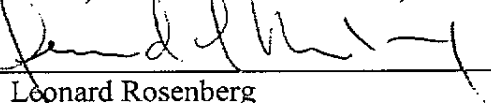
I am enclosing the following documentation for the above referenced foreign corporation to transact business in the State of Florida:

- Transmittal Letter
- Certificate of Incorporation
- Application by Foreign Corporation for Authorization to Transact Business in Florida
- Certificate of Existence
- Check for \$87.50 to cover for filing fees, certificate of status and a certified copy of the application

Please do not hesitate to contact me at (305) 267-9200, should you have any questions or concerns.

Sincerely,

SANDLER, TRAVIS & ROSENBERG, P.A.

By   
Leonard Rosenberg

S:\SAL\Trs\Div of Corp Thiel-Logistics 010903.doc

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Thiel-Logistics USA, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Leonard L. Rosenberg, Esq.

(Name of Person)

Sandler, Travis & Rosenberg, P.A.

(Firm/Company)

5200 Blue Lagoon Drive, Suite 600

(Address)

Miami, FL 33126

(City/State and Zip code)

For further information concerning this matter, please call:

Leonard L. Rosenberg

(Name of Person)

at ( 305 ) 267-9200

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☒ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

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03 JAN 10 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Thiel-Logistics USA, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 37-145-3538  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 23, 2002 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 6, 2002  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3200 NW 112th Avenue, Miami, FL 33172  
(Principal office address)  
3200 NW 112th Avenue, Miami, FL 33172  
(Current mailing address)
8. Customs Brokerage, freight forwarding and any other lawful purpose  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Leonard L. Rosenberg, Esq.

Office Address: 5200 Blue Lagoon Drive  
Miami, FL, Florida 33126  
(City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

**FILED**  
03 JAN 10 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Gunther Thiel  
Address: 3200 NW 112th Avenue  
Miami, FL 33172

Vice Chairman: Christian Fuerstaller  
Address: 3200 NW 112th Avenue  
Miami, FL 33172

Director: Armin Altarac  
Address: 3200 NW 112th Avenue  
Miami, FL 33172

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**B. OFFICERS**

President: Armin Altarac  
Address: 3200 NW 112th Avenue  
Miami, FL 33172

Vice President: Lorenzo Lorenzo  
Address: 3200 NW 112th Avenue  
Miami, FL 33172

Secretary: Armin Altarac  
Address: 3200 NW 112th Street, Miami, FL 33172

~~Director~~ Chief Operating Officer: Nils Ekmann  
Address: 3200 NW 112th Street, Miami, FL 33172

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Armin Altarac, President  
(Typed or printed name and capacity of person signing application)

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03 JAN 10 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

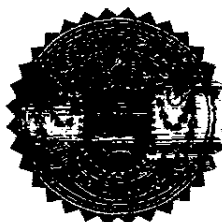
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THIEL-LOGISTICS USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THIEL-LOGISTICS USA, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3606704 8300

AUTHENTICATION: 2167250

020794235

DATE: 12-23-02