



L010000 D08571

ACCOUNT NO. : 072100000032

REFERENCE : 166595 7184536

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 155.00

ORDER DATE : May 29, 2001

ORDER TIME : 9:29 AM

ORDER NO. : 166595-005

300004334173--1

CUSTOMER NO: 7184536

CUSTOMER: George M. Evans, Esq
George M. Evans, P.A.

Suite 1040
2100 Ponce De Leon Boulevard
Miami, FL 33134

DOMESTIC FILING

NAME: PHOENIX LOGISTICS L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

BB
5-30-01

DIVISION OF CORPORATION

01 MAY 30 AM 10:54

RECEIVED

01 MAY 30 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
AND
FILED

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

PHOENIX LOGISTICS L.L.C

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1111 Brickell Avenue
Suite 1122
Miami, Florida 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual unless dissolved according to the law.

ARTICLE IV - Admission of Additional Members:

The right, if given, of the remaining, members to admit additional members and the terms and conditions of the admissions shall be:

Pursuant to written agreement.

01 MAY 30 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Pursuant to written agreement.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:

PHOENIX LOGISTICS L.L.C

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

THE LAW OFFICES OF *POTD000061058*
GEORGE M. EVANS, P.A.
2100 Ponce de Leon Boulevard, Suite 1040
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.


(Signature)

5/24/01
(Date)


ANDRES FERNANDEZ-SALVADOR

Signature of a member or authorized representative of a member.

(In accordance with section 608.408 (3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

01 MAY 30 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED