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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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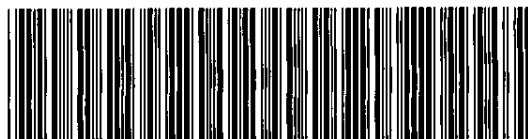
(Business Entity Name)

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SECRETARY OF STATE
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B. KOHR
APR 20 2010
EXAMINER

FILED
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DIVISION OF CORPORATIONS
10 APR 20 AM 10:53

Charter Number Only

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STATE OF FLORIDA
DIVISION OF CORPORATIONS
10 APR 20 AM 0:53

VALIDATION ONLY

4/19/10

Ainslee Ferdie

Requestor's Name

717 Ponce de Leon Blvd

Address

Coral Gables FL 33134 #223

City

State

ZIP

Phone

(305) 445-3557

CORPORATION(S) NAME

Star Logistics South Florida, LLC

- | | | |
|--|--|--|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other ILC |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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Empire Toll Free: 1-800-432-3028

ARTICLES OF ORGANIZATION
OF
STAR LOGISTICS SOUTH FLORIDA, LLC
A Florida Limited Liability Company

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR 20 AM 10:53

I, THE UNDERSIGNED subscriber member of the Articles of Organization, on behalf of the members, for the purpose of forming a Limited Liability Company, under the Laws of the State of Florida, pursuant to the Florida Limited Liability Company Act, state:

ARTICLE ONE

The name of the limited liability company shall be:

STAR LOGISTICS SOUTH FLORIDA, LLC

ARTICLE TWO

DURATION: The corporation shall commence existence upon the filing of these Articles of Organization with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a limited liability company organized under the Florida Limited Liability Company Act law of this state may now or hereafter lawfully do, either as principal or agent alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Company

or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a limited liability company may now or hereafter be organized to do or to exercise under the laws governing limited liability companies of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the State of Florida. The Company may buy, sell, lease, license, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission, merchant, broker, jobber, dealer, import, export, service business, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenience to the attainment of the purposes of this Company and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Limited Liability Company Act of this state.

ARTICLE FOUR

MANAGEMENT: The Company shall be managed by the Member and the Managing Member's name and address is as follows:

STAR LOGISTICS, INC.,
a Florida corporation

5065 N.W. 74th Avenue, Suite 5
Miami, Fl. 33166

ARTICLE FIVE

The initial street address of the Company's office and their mailing address and the name of the initial Registered Agent are as follows:

CORPORATION ADDRESS:

5065 N.W. 74th Avenue, Ste. 5
Miami, Florida 33166

REGISTERED AGENT AND ADDRESS:

STUART LONES
717 Ponce de Leon Blvd., #223
Coral Gables, Fl. 33134

The principal place of business of the Company is at:

5065 N.W. 74th Avenue, Suite 5
Miami, Florida 33166

ARTICLE SIX

SUBSCRIBER: Name and Post Office address of the Subscriber Member to these Articles of Organization is:

STAR LOGISTICS, INC.
5065 N.W. 74th Avenue, Ste. 5
Miami, Fl. 33166

ARTICLE SEVEN

The Managing Member is authorized by himself to make regulations that shall govern the Company and to amend them from time to time.

ARTICLE EIGHT

After the initial membership, additional members may be admitted on the written consent of a majority of the existing members. A member may not transfer its interest without written consent of a majority of the remaining members except as otherwise provided in the initial subscription. In the event of an Assignment or if a member ceases to have an interest in the Company, the Company shall still continue. The

remaining members of the limited liability company shall 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. The Manager may provide for transfer of initial contribution.

ARTICLE NINE

The regulations shall prescribe the contributions required of the member. The regulations may prescribe a reduction and loss of membership for failure to pay a required contribution after notice.

IN WITNESS WHEREOF, we have set our hands and seals at Miami-Dade County, Florida, this 16th day of April, 2010.

STAR LOGISTICS, INC., a Florida corporation

By: 
SHAUN LONES, its director

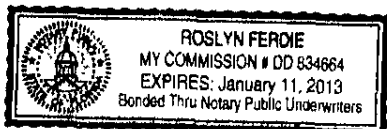
STATE OF FLORIDA)

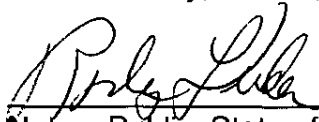
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COUNTY OF MIAMI-DADE)

ON THIS DAY PERSONALLY appeared before me, a Notary Public, **Shaun Lones,, as Director of Star Logistics, Inc., a Florida corporation**, to me known to be the person described in and who signed the foregoing Articles of Organization, and he acknowledged to me that he signed the same freely and voluntarily, and he did take an oath.

WITNESS our hands and seals at Miami-Dade County, Florida, this 16th day of April, 2010.




Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

First-That: **STAR LOGISTICS SOUTH FLORIDA LLC**, having organized under
the Laws of the State of Florida, as indicated in the Articles of Organization that Stuart
A. Lones, 717 Ponce de Leon Blvd., Ste. 223, Coral Gables, Fl. 33134, be designated
as Registered Agent to accept service of process within this state and 717 Ponce de
Leon Boulevard, Suite 223, Coral Gables, Fl. 33134, designated as Registered offices.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the above stated
limited liability company at place designated in this certificate, I hereby accept to act in
this capacity and agree to comply with the provision of said Act relative to keeping open
said office and further, that I, as registered agent, am familiar with, and accept the
obligations of that position.

By: 
~~RESIDENT AGENT AND REGISTERED AGENT~~