



THE UNITED STATES
CORPORATION
COMPANY

P00000036596

FILED

00 APR 11 PM 2:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 658003 4336650

AUTHORIZATION :

Patricia Piquette

COST LIMIT : \$ 78.75

ORDER DATE : April 11, 2000

ORDER TIME : 11:31 AM

ORDER NO. : 658003-005

700003203827--8

CUSTOMER NO: 4336650

CUSTOMER: Ms. Michelle E. Smith
BAKER & MCKENZIE
BAKER & MCKENZIE
19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: CIC LOGISTICS CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

ER 4/11/00
EXAMINER'S INITIALS:

RECEIVED
00 APR 11 PM 12:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

**CIC LOGISTICS CORP.,
a Florida Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is **CIC LOGISTICS CORP.** and its mailing address is 6950 N.W. 77th Court, Miami, Florida 33166.

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The total number of shares of stock the Corporation shall have authority to issue is (i) 13,000,000 shares of Common Stock, \$0.001 par value per share ("Common Stock"), and (ii) 2,000,000 shares of Preferred Stock, \$0.001 par value per share ("Preferred Stock").

The Board of Directors of the Corporation shall have the authority and power to determine the classes and series of the Shares, to be classified as Common Stock or Preferred Stock. The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions in respect of each class of the Shares of the Corporation.

A. Common Stock

1. General. The voting, dividend and liquidation rights of the holders of the Common Stock are subject to and qualified by the rights of the holders of the Preferred Stock of any series as may be designated by the Board of Directors upon any issuance of the Preferred Stock of any series.
2. Voting. The holders of Common Stock are entitled to one vote for each share held at all meetings of shareholders (and written actions in lieu of meetings). There shall be no cumulative voting.
3. Dividends. Dividends shall be declared and paid on the Common Stock from funds lawfully available therefor as and when determined by the Board of Directors and subject to any preferential dividend rights of any then outstanding Preferred Stock.
4. Liquidation. Upon the dissolution or liquidation of the Corporation, whether voluntary or involuntary, all of the assets of the Corporation available for distribution to its shareholders shall be distributed ratably among the holders of the Preferred Stock, if any, and Common Stock, subject to any preferential rights of any then outstanding Preferred Stock.

B. Preferred Stock

Preferred Stock may be issued from time to time in one or more series, each of such series to have such terms as stated or expressed in this Section B of Article IV and/or in the resolution or resolutions providing for the issue of such series adopted by the Board of Directors of the Corporation as hereinafter provided. Any shares of Preferred Stock which may be redeemed, purchased or acquired by the Corporation may be reissued except as otherwise provided by law. Different series of Preferred Stock shall not be construed to constitute different classes of shares for the purposes of voting by classes unless expressly provided.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 6950 N.W. 77th Court, Miami, Florida 33166, and the name of the initial registered agent of this Corporation at that address is Giraldo Leyva, Jr.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) initial directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Giraldo Leyva	6950 N.W. 77 Court Miami, FL 33166
Giraldo Leyva, Jr.	6950 N.W. 77 Court Miami, FL 33166
Aurelio Leyva	6950 N.W. 77 Court Miami, FL 33166

ARTICLE VII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE VIII

INDEMNIFICATION

This Corporation shall indemnify and shall advance expenses to its officers and directors to the fullest extent permitted by law in existence now or hereafter.

ARTICLE IX

INCORPORATOR

The name and address of the person signing these Articles is:

Giraldo Leyva, Jr.
6950 N.W. 77th Court
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 28th day of March, 2000.



Giraldo Leyva, Jr.,
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED**

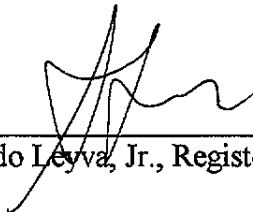
WITNESSETH

That CIC LOGISTICS CORP. desiring to organize under the laws of the State of Florida, has named Giraldo Leyva, Jr., as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607-0505, Florida Statutes.

Dated this 28th day of March, 2000.



Giraldo Leyva, Jr., Registered Agent

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00 APR 11 PM 2:06
CLERK OF STATE
TALLAHASSEE, FLORIDA