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CBS FINANCIAL, CPA, PA
CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

COMPREHENSIVE BUSINESS AND INDIVIDUAL FINANCIAL SOLUTIONS

July 10, 2000

STRATEGIC PLANNING

EXPERT SOFTWARE AND
EMPLOYEE TRAINING

PROACTIVE TAX AND
ESTATE PLANNING

ON LINE COMPUTING AND
INTERNET COMMERCE

MANAGEMENT ADVISORY
AND MARKETING SERVICES

PART-TIME CONTROLLERSHIP

ASSISTANCE WITH FINANCING
AND ENTITY PLANNING

PROBLEM RESOLUTION

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

600003321316--0
-07/12/00--01068--025
*****315.00 *****78.75

Dear Sir or Madam:

Please find enclosed a check in the amount of \$315.00
for the following filing fees and certificate of status.

STRATEGIC ENDEAVORS, INC.
ALLIED PROFESSIONAL RESOURCES, INC.
LOGISTIC VENTURES, INC.
INTEGRATED COMMERCE, INC.

Please return all to:
CBS FINANCIAL, CPA, PA
6209 W. COMMERCIAL BLVD.
SUITE # 7
FT. LAUDERDALE, FL 33319

FILED
00 JUL 12 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FL 09107

6209 W. COMMERCIAL BLVD.
SUITE # 7
FT. LAUDERDALE
FLORIDA
33319

TEL: (954) 724-4141
FAX: (954) 724-4171
U.S.: (877) 227-9797

LUIS A. ESCOBAR, CPA

7-17
UC

ARTICLES OF INCORPORATION
OF
LOGISTIC VENTURES, INC.

FILED
00 JUL 12 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the Corporation shall be Logistic Ventures, Inc. (hereinafter, "Corporation").

ARTICLE 2 - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation including, but not limited to consulting.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 8592 W. Sunrise Blvd., Suite # 401, and Sunrise, FL 33322.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Matthew L. Downing
8592 W. Sunrise Blvd., Suite # 401
Plantation, FL 33322

ARTICLE 5 - CAPITALIZATION

The maximum number of shares that the corporation is authorized at any time to have outstanding is One Thousand (1,000) shares of common stock, each having a par value of \$0.001.

ARTICLE 6 – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE 7 - OFFICERS

The officer(s) of this corporation shall be:

President:	Matthew L. Downing
Vice-President:	Matthew L. Downing
Secretary:	Matthew L. Downing
Treasurer:	Matthew L. Downing

whose address(es) shall be the same as the principal office of this Corporation.

ARTICLE 8 - DIRECTORS

The Director(s) of this Corporation shall be:

Matthew L. Downing

whose address shall be the same as the principal office of this Corporation.

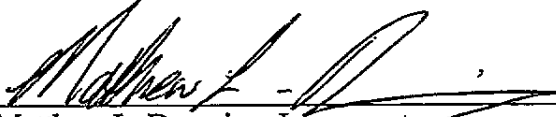
ARTICLE 9 - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation is 8592 W. Sunrise Blvd., Suite 401, and Plantation, FL 33322. The registered agent of this Corporation is Matthew L. Downing.

ARTICLE 10 - EFFECTIVE DATE

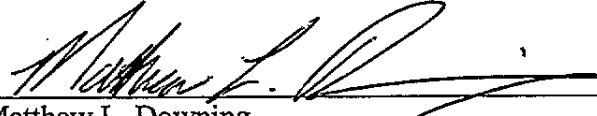
These Articles of Incorporation are to be effective upon approval by the Secretary of State of the State of Florida

IN WITNESS THEREOF, the undersigned has hereunto set their hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this July 5, 2000.


Matthew L. Downing, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, Matthew L. Downing, having a business office identical with the registered office of the above Corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Matthew L. Downing