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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : JAMES ACCOUNTING & TAX PRACTICE, INC.
Account Number : I20000000159
Phone : (305) 595-2886
Fax Number : (305) 595-2898

FLORIDA PROFIT CORPORATION OR P.A.

S & M Platinum Trucking, Inc.

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01 MAY 22 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight MAY 23 2001

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**ARTICLES OF INCORPORATION
OF
S & M PLATINUM, INC.**

The undersigned subscribers to these Articles of Incorporation, all natural persons competent to contract, hereby form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all powers, rights, privileges, and immunities; and to that end, sets forth by these Articles:

ARTICLE I - NAME

The name of this corporation is **S & M PLATINUM TRUCKING, INC.**, (hereinafter referred to as the "Corporation") and its mailing address is 16233 SW 18th PLACE, Miramar, FL 33027

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100,000 One Dollar (\$1.00) par value stock, which shall be designated "Common Shares."

THIS DOCUMENT PREPARED BY:
JAMES Accounting & Tax Practice, PA.
10749 SW 104TH STREET
MIAMI, FL 33176

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TALLAHASSEE, FLORIDA

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ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Marcia Overton, and the address is 16233 SW 18th PLACE, Miramar, Fl. 33027.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

NAME

Steve Lutas

ADDRESS16233 SW 18th PLACE.
Miramar, Fl. 33027

Marcia Overton

16233 SW 18th PLACE.
Miramar, Fl. 33027

- (a) Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws of this Corporation.
- (b) The business affairs of this Corporation shall be managed by the Board of Directors.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended, or repealed by either the shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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ARTICLE IX - INCORPORATIONS

The name of the person signing these Articles is Steve Lutas

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22nd day of May, 2001



Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S & M PLATINUM, INC.

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

IN COMPLIANCE WITH FLORIDA STATUTES 607.034, THE FOLLOWING IS SUBMITTED:

That S & M Platinum Trucking, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the city of Miami, County of Dade, State of Florida, has named Marcia Overton, whose address is 16233 SW 18th Place, in the city of Miramar county of Dade, state of Florida as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 22nd DAY OF May, 2000

By Marcia Overton

Registered Agent for

S & M PLATINUM, INC.

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