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YELLOW GREEN LOGISTICS, CORP.
C/O A & T Accounting and Taxes
7098 Bonita Drive
Miami Beach, Florida 33141

May 16, 2001

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

In Re: Articles of Incorporation of YELLOW GREEN LOGISTICS,
CORP.

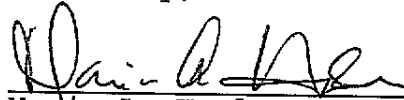
To Whom It May Concern,

Please be advised that any and all correspondence
regarding the attached corporation should be sent to the
following address:

Yellow Green Logistics, Corp.
C/O A & T Accounting and Taxes
7098 Bonita Drive
Miami Beach, Florida 33141

Thank you for your time and cooperation and I look
forward to your immediate response. Should you have any
questions regarding this corporation or any other matter
please do not hesitate to contact me at the above styled
address.

Sincerely,


Maria L. Haslam
A&T Accounting and Taxes, Inc.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
YELLOW GREEN LOGISTICS, CORP.

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

YELLOW GREEN LOGISTICS, CORP.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

- 1.) To engage in the business of transportation services, but not limited to the trucking service, interstate and local transportation including warehousing and storage services;
- 2.) To engage in the business of commercial and residential transportation services and any all related activities such as packing, storing, carrying, hauling, delivering, etc.;
- 3.) To engage in the business of wholesale and retail sales of any kind;
- 4.) To engage in the business of importing and Exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;
- 5.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;
- 6.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;
- 7.) Furthermore, the corporation may take lease, Purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and

deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of; and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

- 8.) And to engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

VANDERLEI DIAS
2490 SW 163RD TERRACE
MIRAMAR, FLORIDA 33027

The corporate address and/or corporate headquarters shall be located at:

2490 SW 163RD TERRACE
MIRAMAR, FLORIDA 33027

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

VANDERLEI DIAS
2490 SW 163RD TERRACE
MIRAMAR, FLORIDA 33027

ARTICLE SEVEN
INCORPORATORS

The initial incorporator is as follows:

VANDERLEI DIAS
2490 SW 163RD TERRACE
MIRAMAR, FLORIDA 33027

ARTICLE EIGHT
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 21st day of May, two thousand and one (2001).


VANDERLEI DIAS
INCORPORATOR

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida, County of

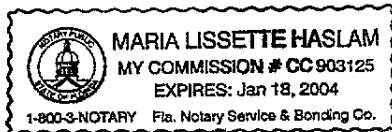
Miami-Dade, and City of Miami Beach, personally appeared :

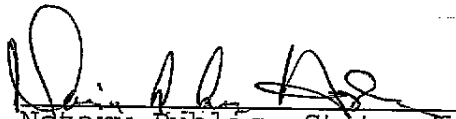
VANDERLEI DIAS

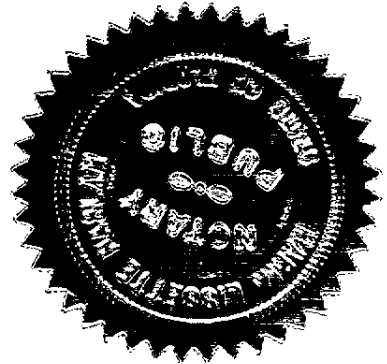
and known to me and known by me to be the person who
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid,
this 21st day of May, two thousand and one (2001).

My commission expires:




Notary Public, State of
Florida



DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
01 MAY 24 AM 8:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That YELLOW GREEN LOGISTICS, CORP.
is qualified to do business under the laws of the State of
Florida with its principal office at 2490 SW 163RD Terrace,
Miramar, Florida 33027, County of Broward, State of Florida,
and has appointed Vanderlei Dias, of 2490 SW 163RD Terrace,
Miramar, Florida 33027 County of Broward, State of Florida,
as its agent to accept Service of Process within this State.

ACKNOWLEDGMENT

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
further agree to comply with the provision of said Statutes
relative to keeping open said office.

BY:


Vanderlei Dias
REGISTERED AGENT