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SECRETARY OF STATE
DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****VENCARGO FREIGHT CONSOLIDATORS, U.S.A., INC.**
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2001

BERRIZ & GIRALDO

SUBJECT: VENCARGO FREIGHT CONSOLIDATORS, INC.
REF: W01000013010

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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ARTICLES OF INCORPORATION

OF

VENCARGO FREIGHT CONSOLIDATORS U.S.A., INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporate, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

VENCARGO FREIGHT CONSOLIDATORS U.S.A., INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
To have perpetual succession by its corporate

name:

VENCARGO FREIGHT CONSOLIDATORS U.S.A., INC.

XIMENA MENDOZA
4080 SW 84 AV
MIAMI, FL 33155
305-4859300

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ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of \$10.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

**OSWALDO QUINTERO
8378 NW 68 ST
MIAMI, FL. 33166**

The principal office shall be:

**8378 NW 68 ST
MIAMI, FL. 33166**

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ARTICLE VI

The initial Board of Directors shall consist of a total of **TWO (02)** persons, and the name and address of the person who are to serve as initial directors are:

OSWALDO QUINTERO
8378 NW 68 ST
MIAMI, FL. 33166

PRESIDENT

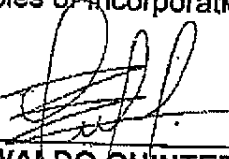
MARIA AUXILIADORA GRANADOS
8378 NW 68 ST
MIAMI, FL. 33166

VICEPRESIDENT

The name and address of the incorporator executing these Articles of Incorporation is

OSWALDO QUINTERO
8378 NW 68 ST
MIAMI, FL. 33166

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 6 day of JUNE, 2001



OSWALDO QUINTERO

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The Name of the corporation is:

VENCARGO FREIGHT CONSOLIDATORS. U.S.A., INC.

2. The Name and Address of the registered agent and office is

OSWALDO QUINTERO
8378 NW 68 ST
MIAMI, FL. 33166.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Dated: JUNE 6, 2001

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