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DIVISION OF CORPORATIONS  
PO BOX 6327  
TALLAHASSEE, FL 32314

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-06/11/01--01115--001  
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DEAR SIRs:

PLEASE RECEIVE OUR ARTICLES OF INCORPORATION FOR OUR  
NEW COMPANY

CARGO WAREHOUSE CORP

PLEASE RETURN DOCUMENTS TO PO BOX 520333  
MIAMI FL 33152

SINCERELY

  
JORGE FERNANDEZ  
PRESIDENT.

CARGO WAREHOUSE  
PO BOX 520333  
MIAMI FL 33152

2001 JUN 11 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

6/13/01

ARTICLES OF INCORPORATION

2001 JUN 11 PM 2:46

ARTICLE I: NAME

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CARGO WAREHOUSE CORP**

ARTICLE II: DURATION

*THE DURATION OF THE CORPORATION IS PERPETUAL*

ARTICLE III: NATURE OF BUSINESS

*THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OF BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.*

ARTICLE IV: CAPITAL STOCK

*THE AGGREGATE NUMBER OF SHARES WHICH THE CORP IS AUTHORIZED TO ISSUE IS One thousand (1,000) shares each at a \$1.00 value.*

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

*(PRINCIPAL OFFICE AND REGISTERED AGENT ARE THE SAME.)*

*The street address of initial registered office is:*

*CARGO WAREHOUSE CORP, 38760 SW 212 AVE MIAMI FL 33130*

*And said registered officer is JORGE FERNANDEZ at above address.*

ARTICLE VI: DIRECTORS

*The number of directors may be altered from time to time by-laws adopted by the stockholders. The initial board of directors is:*

*JORGE FERNANDEZ AND JULIA FERNANDEZ 38760 SW 212 AVE, MIAMI FL 33130*

ARTICLE VII: AMENDMENTS

*THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER ACCORDING TO THE FLORIDA STATE LAW.*

ARTICLE VIII: INCORPORATORS

*THE NAMES AND POST OFFICES ADDRESSES OF THE SUBSCRIBER TO THE CERTIFICATE OF INCORPORATION AND THE NUMBER OF THE SHARES EACH AGREES TO TAKE THE VALUE OF THE CONSIDERATION PAID THEREOF.*

*JORGE FERNANDEZ 38760 SW 212 AVE - MIAMI FL 33130.*

*JULIA FERNANDEZ 38760 SW 212 AVE - MIAMI FL 33130*

## ARTICLE IX – AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER ACCORDING TO FLORIDA STATE LAW.

## ARTICLE X – RIGHTS OF SURVIVORSHIP

IN THE EVENT THAT ANY MEMBERS OF THIS CORPORATION SHOULD BECOME DECEASED OR INCAPACITATED, IN ANY FASHION, AND THAT ANY LIVING AND OR LAST WILL AND TESTAMENTS DO NOT STIPULATE OTHERWISE, ANY AND ALL EQUITIES, HOLDINGS, REAL ESTATE, SHOULD BE DISTRIBUTED EQUALLY AMONG THE SHARE HOLDERS ACCORDING TO THE PERCENTAGE OF SHARES OWNED IN THIS CORPORATION. IN THE EVENT THAT ANY SHARES ARE INHERITED BY PERSONS OF MINOR AGE OR OTHERWISE INCAPACITATED, THESE SHARES SHALL BE SET UP IN A BUY SELL AGREEMENT BACKED UP BY INVESTED LIFE INSURANCE COMPENSATING THEIR FAIR MARKET VALUE.

## ARTICLE XI – MANAGING PARTNERS

THE CORPORATION CARGO WAREHOUSE CORP. HAS ONLY ONE MANAGING PARTNER, JORGE FERNANDEZ.

## ARTICLE XII – EVALUATION OF CORPORATE ASSETS

ALL CORPORATE ASSETS SHALL BE EVALUATED ON AN ANNUAL BASIS, AND PROPER ADJUSTMENTS WILL BE APPLIED FOR INSURED AND STOCK PURPOSES.

## ARTICLE XIII – MANAGING DIRECTORS INSURANCE

ALL MANAGING DIRECTORS INSURANCE PREMIUMS FOR THEIR RESPECTIVE EQUITY STOCK INSURANCE SHALL BE PAID BY THE CORPORATION.


## ARTICLE XIV – STOCKHOLDERS MEETINGS


STOCKHOLDERS MEETINGS SHALL BE HELD ONCE EVERY THREE MONTHS WITHIN OR OUT OF THE STATE OF FLORIDA. THESE MEETINGS SHALL BE HELD WITH THE TRANSCRIBERS PRESENT. THESE MEETINGS SHALL INCLUDE BUT NOT BE LIMITED TO, REAL ESTATE HOLDINGS, PROFITS AND LOSS STATEMENTS PREPARED FOR EACH OF THE VENTURES, BANKING AND ECONOMIC INFORMATION, STOCK EITHER PAPER OR PHYSICAL INVENTORY IN REAL MERCHANDISE, SALES REPORTS AND TAX DISCLOSURES.

## ARTICLE XV – PHYSICAL YEAR

CARGO WAREHOUSE CORP. SHALL CLOSE EACH PHYSICAL YEAR ON THE THIRTY-FIRST OF DECEMBER.

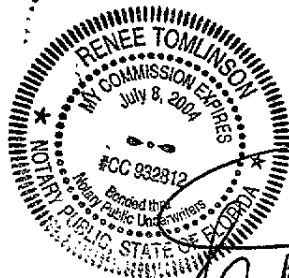
I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT.

  
JORGE FERNANDEZ

  
JULIA FERNANDEZ

MY COMMISSION EXPIRES:

IN WITNESS WHEREOF, IN INCORPORATORS HAVE HEREUNTO SET THEIR RESPECTIVE HANDS AND SEALS THIS 07<sup>TH</sup> OF JUNE, 2001. THE FOLLOWING HEREBY AGREES TO SERVE AS REGISTERED AGENT FOR CORPORATION PURSUANT TO THE APPLICABLE FLORIDA STATUTES.



CELLER, JAMES STATE  
TALLAHASSEE FLORIDA

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