US COMPORATE FILING SERVICE 3320 S.W. 87 AVENUE 000004784040--0 MIAMI, FLORIDA (305)552-5973 -01/18/02--01034--011 *****78.75 *****78.75 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Lick up time 2-66 Walk in Certified Copy Mail out Will wait Certificate of Status Photocopy AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trædemark

Other

Examiner's Initials

CERTIFICATE OF INCORPORATION

OF

DSC INTERNATIONAL CARGO, INC.

I, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form of Corporation under the Laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION :

The name of the Corporation shall be :

DSC INTERNATIONAL CARGO, INC.

ARTICLE II, GENERAL NATURE OF THE BUSINESS :

The general nature of the business and the object and purposes to be transacted and carried on are:

To conduct any and all business not prohibited by the laws of the United States and State of Florida.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other states and other countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other Corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

<u>ARTICLE III, CAPITAL STOCK :</u>

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 500,000 shares at 0.10 per value. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

ARTICLE IV, INITIAL CAPITAL :

The number of shares with which this Corporation shall commence business is not less than 100,000 shares common stock, and the amount of Capital with which this Corporation shall commence business not be less than TEN THOUSAND (\$10,000)------

ARTICLE V, TERM:

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:

The initial place of business of said Corporation in this State shall be: 782 N.W. 42ND AVENUE #430 MIAMI FL, 33126 the Board of Directors may, from time to time, move the principal place of business, or the place of the office to any other address in the State of Florida.

ARTICLE VII, DIRECTORS :

The business of the Corporation shall be conducted by a Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of stockholders, and the several officers as the case may be provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII, FIRST BOARD OF DIRECTORS :

The name and the post office address of the members of the First Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, as follows

ARTICLE IX, SUBSCRIBERS :

The proceeds of the stocks subscribed for will be at east as much as the amount necessary to begin business. The name and place of residence of the subscribers to the capital stock and the number of the shares subscribed for are as follows:

NONE

ARTICLE X, OFFICERS:

The names and post office addresses of the officers, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows:

NORBERTO O. NASSIFF
TOMAS LEBRETON 4925 PRESIDENT/SECRETARY
BUENOS AIRES CAPITAL FEDERAL 1431
ARGENTINA

<u>ARTICLE XI, AMENDMENT</u>:

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stocks entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

ARTICLE XII, INCORPORATORS:

The names and street addresses of the incorporators to these Articles of Incorporation are :

NORBERTO O. NASSIFF
TOMAS LEBRETON 4925
BUENOS AIRES CAPITAL FEDERAL 1431
ARGENTINA

The undersigned subscriber have executed these Articles of Incorporation this 17TH OF JANUARY 2002.

NORBERTO O. MASSIFF INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS DAY OF Tancary, 2002.

NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

My Commission expires:

Personally Known OR Produced Identification X
Type of Identification Produced

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

In pursuance of Chapter 48,901 Section 607,164
Florida Statutes, the following is submitted, in compliance with said act :

FIRST: DSC INTERNATIONAL CARGO, INC.

desiring to organize under the laws of State of Florida, with the principal office, as indicate in the Articles Of Incorporation, at the City of Miami County of Dade State of Florida has named: LUIS M. LLEONART Mailing address: 782 N.W. 42ND AVENUE #430 MIAMI FL, 33126 as its Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated Corporation, at place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

LUIS M. LLEONART RESIDENT AGENT