

PO2000078478

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: TEAM LOGISTICS GmbH, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500005692645--9
-05/05/02--01049--011
*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: BASIT H. GHORI
Name (Printed or typed)

1784 Cord Grass Lane
Address

ORANGE Park, FL 32003
City, State & Zip

904-264-0554
Daytime Telephone number

02 JUL 19 AM 9:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

W-16406

Bm 7/19



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2002

BASIT H GHORI
1784 CORD GRASS LANE
ORANGE PARK, FL 32003

SUBJECT: TEAM LOGISTICS GMBH, INC.
Ref. Number: W02000016406

We have received your document for TEAM LOGISTICS GMBH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 302A00037238

*Article of Incorporation
Of
Team Logistics GmbH, Inc.*

The undersigned does hereby make, subscribe, acknowledge and files these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida.

Article 1 Name

The name of the Corporation shall be Team Logistics GmbH, Inc.

Article 2 Principal Office

The principal place of business and mailing address shall be: 1784 Cord Grass lane Orange Park, Florida. For the purpose of conducting business out side the United States the overseas address shall be: 17 Ackermann Strasse, Bretzfeld, Germany.

Article 3 Purpose

This corporation is organized for the purpose of conducting any or all lawful business for which corporation may be incorporated under chapter 607, Florida Statutes, as now exists or may herewith be amended.

Article 4 Shares

- 4.0 The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1,000.00) shares of common stock, each share having a par value of one dollars and 00/100 cents.
- 4.1 No holder of shares of stock of any class shall have any pre-emptive right to subscribe to or purchase of any additional shares of any class or any bonds, or convertible securities of any nature, provided however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any pre-emptive right that the Board of Directors may deem advisable in connection with such issuance.
- 4.2 The Board of Directors of the corporation may authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any as may be set forth in the bylaws of corporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

- 4.3 The Board of Directors of the corporation may, by articles supplementary classify or reclassify any un-issued stock from time to time setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of stock.

Article 5 Term of Existence

- 5.0 The corporation shall have perpetual existence on the date of this filing of these articles with the Department of State, and State of Florida.

Article 6 Initial Registered Office and Agent

- 6.0 The street address of the initial registered office of the corporation is 1784 Cord Grass Lane, Orange Park, Florida 32003. The name of the initial registered agent of this corporation is at that address is: Basit H. Ghori

Article 7 Board of Directors

- 7.0 The Corporation shall have two Board of Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however there shall never be less than one director. The name and address of the initial Board of Directors of the corporation are:

Ottokar Paulowitsch,
17 Ackermann Strasse ,
Bretzfeld, Germany

Basit H. Ghori,
1784 Cord Grass Lane, Orange Park, FL 32003

Article 8 Incorporator

- 8.0 The name and address of the incorporator of this corporation is as follows:
Ottokar Paulowitsch, 1784 Cord Grass Lane, Orange Park, FL 32003 and also
17 Ackermann Strasse, Bretzfeld, Germany

Article 9 Indemnification

- 9.0 The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify under the said provisions, from and against any and all the expenses and

liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, Officer, employee, or agent and shall insure to the benefit of the heirs, executors, and administrators of such a person.

Article 10 - Sub-Chapter S Corporation

- 10.0 The Corporation may elect to be an S Corporation, as provided in sub-chapter S of the Internal Revenue Code of 1986 as amended.
- 10.1 The shareholder of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the corporation unanimously agree otherwise in writing.
- 10.2 After the corporation has elected to be an S Corporation, none of the shareholders of this corporation, without the written consent of the other shareholders of this corporation shall take any action, or make any transfer or other disposition of the shareholders shares of stock in the corporation, which will result in the termination or revocation of such election to be and S corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 10.3 Once the corporation has elected to be an S Corporation, each share of stock issued by this corporation shall contain the following legend;

The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the corporation to be taxed under sub-chapter S of the Internal Revenue Code of 1986, as amended.

11 - Powers of Corporation

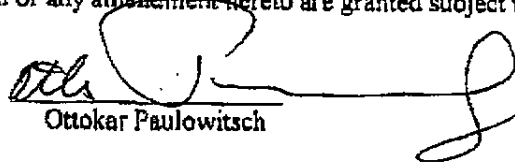
The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitation or restrictions imposed by applicable law or these Article of Incorporation.

12 - Bylaws

The Board of Directors of the corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the bylaws of the Corporation, but the affirmative vote of number of directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

13 - Amendment

The corporation reserve the right to amend, alter, change or repeal any provision contained in these articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.


Ottokar Paulowitsch

STATE OF FLORIDA

COUNTY OF CLAY

BEFORE ME, a Notary Public authorizes to take acknowledgement in the ~~State and County~~ set forth above personally appeared Ottokar Paulowitsch know to be and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed those Article of Incorporation.

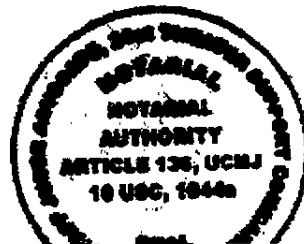
Service of the United States Army

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, This 28th day of June 2002.

Notary Public, In and for the State of Florida


My commission Expires

*R. J. Adams, Maj.
STUTTGART, Germany
Patch Barracks Legal
AFFAIRS.*



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCES MAY BE SERVED

In compliance with section 48.091 and 607.034, Florida Statutes, the following is submitted.

FIRST, that Team Logistics GmbH, Inc., desiring to organize or qualify under the laws of the State of Florida with its principle place of business at 1784 Cord Grass Lane, Orange Park, Florida 32003 named Basit H. Ghori, as its agent to accept service of process within Florida dated this 03 day of June, 2002

Basit H. Ghori
BASIT H. GHORI

SECOND, that having been named to accept services of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provision of all statutes relative to the proper performance of my duties

Basit H. Ghori
Basit H. Ghori
Registered Agent

Ottokar Paulowitsch do hereby appoint Mr. Basit H. Ghori, as registered agent for this corporation.

Ottokar Paulowitsch
Ottokar Paulowitsch
Signature/Incorporator

STATE OF FLORIDA
COUNTY OF <u>Clay</u>
The foregoing instrument was acknowledged before me this <u>03</u> day of <u>June</u> , 20 <u>02</u>
by <u>Basit Husain Ghori</u>
<input type="checkbox"/> PERSONALLY KNOWN TO ME
<input checked="" type="checkbox"/> PRODUCED AS IDENTIFICATION
<u>FDL Exp 10-20-02</u>
Type of identification

Christina Jo Vess



Christina Jo Vess
MY COMMISSION # DD060395 EXPIRES
September 26, 2005
BONDED THRU TROY FAIN INSURANCE, INC

FILED
02 JUL 19 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA