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05 JUL 29 AM 9:09
JUL 29 2005
JUL 29 2005

J. Shivers AUG 01 2005

TRANSMITTAL LETTER

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

SUBJECT: Black Rhino Logistics, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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: Wayne Holmes
Name (Printed or typed)

4819 NE 21st Avenue #6
Address

Fort Lauderdale, Florida 33308
City, State & Zip

(754) 224-1164
Daytime Telephone number

RECEIVED
DIVISION OF STATE
JUL 29 AM 9:09

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

ARTICLES OF INCORPORATION
OF
BLACK RHINO LOGISTICS, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I
NAME OF CORPORATION

The name of the corporation is Black Rhino Logistics, Inc. (hereinafter, the "Corporation").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and principal office of the Corporation is 4819 NE 21st Avenue, Unit No. 6, Fort Lauderdale, Florida 33308.

ARTICLE III
PURPOSE

The purpose for which the Corporation is organized is to perform any activity that is lawful under the laws of the State of Florida.

ARTICLE IV
AUTHORIZED SHARES

The total authorized capital stock of the Corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share. Except as otherwise required by law or as otherwise provide in these Articles of Incorporation each share of Common Stock shall be entitled to one vote per share.

ARTICLE V
ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered agent of the Corporation in the State of Florida is 4819 NE 21st Avenue, Unit No. 6, Fort Lauderdale, Florida 33308. The initial registered agent of the Corporation at that address is Wayne Holmes.

05 JUL 29 AM 9:12
RECEIVED
OFFICE OF
SECRETARY OF
STATE
TALLAHASSEE
FLORIDA

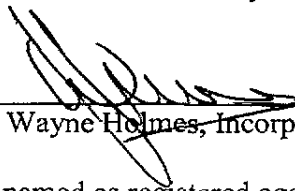
**ARTICLE VI
INITIAL OFFICERS AND/OR DIRECTORS**

Wayne Holmes, President
4819 NE 21st Avenue, Unit No. 6, Fort Lauderdale, Florida 33308

**ARTICLE VII
INCORPORATOR**

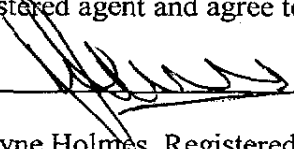
The name and street address of the person signing these Articles of Incorporation are Wayne Holmes, 4819 NE 21st Avenue, Unit No. 6, Fort Lauderdale, Florida 33308.

IN WITNESS WHEREOF I have hereunto subscribed my hand and seal this 25th day of July, 2005.



Wayne Holmes, Incorporator

THE UNDERSIGNED, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Wayne Holmes, Registered Agent

05 JUL 29 AM 9:00
SECRETARY OF STATE
VISION OF INCORPORATION