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2006 FEB 21 2006

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

UCA Trucking Enterprises, Inc.

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

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Requested by:

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**ARTICLES OF INCORPORATION**  
**OF**  
**UCA TRUCKING ENTERPRISES, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name**

The name of the corporation is UCA Trucking Enterprises, Inc.

**ARTICLE II**

**Duration**

The corporation shall have a perpetual existence.

**ARTICLE III**

**Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**Address**

The principal place of business and mailing address of this corporation shall be:

c/o George Pagliery  
2810 SW 98th Court  
Miami, Florida 33165

**ARTICLE V**

**Capital Stock**

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value per share common stock. The corporation elects to have preemptive rights.

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## ARTICLE VI

### Initial Registered Office and Agent.

The street address of the initial registered office of this corporation is 2810 SW 98th Court, Miami, Florida 33165, and the name of the initial registered agent of this corporation at that address is George Pagliery.

## ARTICLE VII

### Incorporator

The name and address of the person signing these Articles is:

George Pagliery  
2810 SW 98th Court  
Miami, Florida 33165

## ARTICLE VIII

### Board of Directors

The initial Board of Directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the corporation's bylaws, but should never be less than one (1). The names and addresses of the persons who will serve on the initial Board of Directors are:

Name	Address
George Pagliery	2810 SW 98th Court Miami, Florida 33165
Carlos Arellano	1263 SW 130 Avenue Miami, Florida 33184

## ARTICLE IX

### Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

## ARTICLE X

### Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida

Business Corporation Act [currently, Sections 607.0850(1) and (2) of the Florida Statutes], as the same may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Law, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (other than in an action, suit or proceeding brought by this corporation upon authorization of the Board of Directors) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the corporation as authorized in this Article. Such expenses (including attorneys' fees) incurred by other employees and agent shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

## ARTICLE XI

### Amendment


The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

## ARTICLE XII

### Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

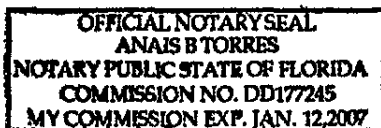
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11 day of FEB, 2006.

  
GEORGE PAGLIERI  
Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared GEORGE PAGLIERY and to me, personally known or who provided George E. Pagliery as identification, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument and who did not take an oath..

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17<sup>th</sup> day of February, 2006.



Anaïs B. Torres  
Notary Public  
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That UCA Trucking Enterprises, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 2810 SW 98th Court, Miami, Florida 33165 and has named George Pagliery located at 2810 SW 98th Court, Miami, Florida 33165 as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service 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 provision of said Act relative to keeping open said office.

By:   
GEORGE PAGLIERY  
"Resident Agent"

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