

P9500005041

11 January 1995

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

000001382770  
-01/18/95--01049--004  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Transglobal Resource Logistics, Inc.

Dear Sirs:

Enclosed herewith please find a fully executed original and one copy of Articles of Incorporation for the above-referenced corporation.

Also enclosed is a check in the amount of \$122.50 for the filing fee. Please return a certified copy in the self-addressed envelope provided.

If you have any questions, please call me at my home telephone number (407) 687-9105.

Very truly yours,



Matthew N. Bowers

710 EXECUTIVE CENTER DRIVE

#8-33

WEST PALM BEACH, FL. 33401

FILED  
95 JAN 17 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KJM  
1/20/95

**ARTICLES OF INCORPORATION  
OF  
TRANSGLOBAL RESOURCE LOGISTICS, INC.**

FILED  
95 JAN 17 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1**

**NAME AND EXISTENCE:** THE NAME OF THIS CORPORATION IS "TRANSGLOBAL RESOURCE LOGISTICS, INC." THE "CORPORATION" SHALL HAVE PERPETUAL EXISTENCE.

**ARTICLE 2**

**BUSINESS AND ACTIVITIES:** THE CORPORATION MAY, AND IS ORGANIZED AND AUTHORIZED TO, ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

**ARTICLE 3**

**CAPITAL STOCK:** THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE MILLION (1,000,000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$0.01 PER SHARE, WITH THE CONSIDERATION TO BE PAID FOR EACH SHARE IN MONEY, PROPERTY OR SERVICES, AS MAY BE FIXED BY THE BOARD OF DIRECTORS.

**ARTICLE 4**

**MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS:** THE MAILING ADDRESS OF THE CORPORATION IS 292 SOUTH COUNTY ROAD, SUITE 172, PALM BEACH, FLORIDA 33480. THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION IS 710 EXECUTIVE CENTER DRIVE, #8-33, WEST PALM BEACH, FLORIDA 33401.

**ARTICLE 5**

**INITIAL REGISTERED OFFICE AND AGENT:** THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 710 EXECUTIVE CENTER DRIVE, #8-33, WEST PALM BEACH, FLORIDA 33401, AND THE INITIAL REGISTERED AGENT OF THE CORPORATION AT THAT ADDRESS IS MATTHEW N. BOWERS.

**ARTICLE 6**

**INCORPORATORS:** THE INCORPORATORS OF THE CORPORATION ARE MATTHEW N. BOWERS AND SHAHAN S. QURAESHI WHOSE BUSINESS ADDRESS IS 710 EXECUTIVE CENTER DRIVE, #8-33, WEST PALM BEACH, FLORIDA 33401.

ARTICLE 7

**NUMBER OF DIRECTORS:** THE BOARD OF DIRECTORS OF THE CORPORATION SHALL CONSIST INITIALLY OF MATTHEW N. BOWERS AND SHAHAN S. QURAESHI. THEREAFTER, DIRECTORS SHALL BE ELECTED PURSUANT TO PROCEDURES CONTAINED IN THE BYLAWS. DIRECTORS, AS SUCH SHALL RECEIVE SUCH COMPENSATION FOR THEIR SERVICES, IF ANY, AS MAY BE SET BY THE BOARD OF DIRECTORS AT THE ANNUAL OR SPECIAL MEETING, THE DIRECTORS MAY AUTHORIZE AND REQUIRE THE PAYMENT OF THE REASONABLE EXPENSES INCURRED BY DIRECTORS ATTENDING MEETINGS OF THE DIRECTORS. NOTHING IN THIS ARTICLE SHALL BE CONSTRUED TO PRECLUDE A DIRECTOR FROM SERVING THE CORPORATION IN ANY OTHER CAPACITY AND RECEIVING COMPENSATION THEREFOR.

ARTICLE 8

**INITIAL BOARD OF DIRECTORS:** THE NAME AND STREET ADDRESS OF EACH MEMBER OF THE CORPORATION'S INITIAL BOARD OF DIRECTORS ARE AS FOLLOWS:

MATTHEW N. BOWERS

710 EXECUTIVE CENTER DRIVE #8-33,  
WEST PALM BEACH, FLORIDA 33401

SHAHAN S. QURAESHI

1643 FLAGLER PARKWAY  
WEST PALM BEACH, FLORIDA 33401

ARTICLE 9

**AMENDMENT:** THESE ARTICLES OF INCORPORATION MAY BE AMENDED AS PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED TO THEM BY THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ISSUED AND ENTITLED TO VOTE, UNLESS ALL OF THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

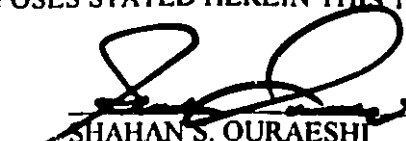
ARTICLE 10

**INDEMNIFICATION:** THE CORPORATION SHALL INDEMNIFY, OR ADVANCE REASONABLE EXPENSES TO THE FULLEST EXTENT AUTHORIZED OR PERMITTED BY THE FLORIDA BUSINESS CORPORATION ACT. ANY PERSON MADE, OR THREATENED TO BE MADE, A PARTY TO ANY ACTION, SUIT OR PROCEEDING BY REASON OF THE FACT THAT HE/SHE: (I) IS OR WAS A DIRECTOR OF THE CORPORATION; (II) IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR OF ANOTHER CORPORATION; (III) IS OR WAS AN OFFICER OF THE CORPORATION, PROVIDED THAT HE/SHE IS OR WAS AT THE TIME A DIRECTOR OF THE CORPORATION; OR (IV) IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS AN OFFICER OF ANOTHER CORPORATION. PROVIDED THAT HE/SHE IS OR WAS AT THE TIME A DIRECTOR OF THE CORPORATION. OR A DIRECTOR OF SUCH OTHER CORPORATION, SERVING AT THE REQUEST OF THE CORPORATION. UNLESS OTHERWISE EXPRESSLY PROHIBITED BY THE FLORIDA BUSINESS CORPORATION ACT, AND EXCEPT AS OTHERWISE PROVIDED IN THE FOREGOING SENTENCE, THE BOARD OF DIRECTORS OF THE CORPORATION SHALL HAVE SOLE AND EXCLUSIVE DISCRETION, ON SUCH TERMS AND CONDITIONS AS IT SHALL DETERMINE, TO INDEMNIFY, OR ADVANCE EXPENSES TO, ANY PERSON MADE OR THREATENED TO BE MADE, A PARTY TO ANY ACTION, SUIT, OR PROCEEDING BY REASON OF THE FACT THAT HE/SHE IS OR WAS AN OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS AN OFFICER, EMPLOYEE OR AGENT OF ANOTHER CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR OTHER ENTERPRISE. NO PERSON FALLING WITHIN THE PURVIEW OF THE FOREGOING SENTENCE MAY APPLY FOR INDEMNIFICATION OR ADVANCEMENT OF EXPENSES TO ANY COURT OF COMPETENT JURISDICTION.

IN WITNESS WHEREOF, I, THE UNDERSIGNED, HAVE EXECUTED THESE ARTICLES OF INCORPORATION FOR THE USES AND PURPOSES STATED HEREIN THIS 11TH DAY OF JANUARY, 1995.

  
MATTHEW N. BOWERS

&

  
SHAHAM S. QURAESHI

AS INCORPORATORS OF TRANSGLOBAL  
RESOURCE LOGISTICS, INC.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 11TH DAY OF JANUARY, 1995 BY MATTHEW N. BOWERS, WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

  
NOTARY PUBLIC

OFFICIAL NOTARY SEAL  
LOUISE CRISTINE MELILLO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC347959  
MY COMMISSION EXP. FEB. 13, 1998

**CERTIFICATE OF ACCEPTANCE OF REGISTERD AGENT**

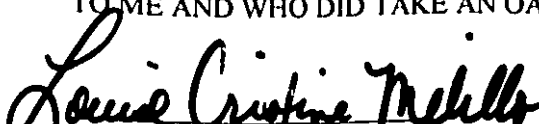
HAVING BEEN DESIGNATED AS THE REGISTERED AGENT FOR TRANSGLOBAL RESOURCE LOGISTICS, INC. I HEREBY ACCEPT THE DESIGNATION AND AGREE TO ACT AS THE REGISTERED AGENT OF SAID CORPORATION.

DATED THIS 11TH DAY OF JANUARY, 1995.

  
MATTHEW N. BOWERS

STATE OF FLORIDA  
COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 11TH DAY OF JANUARY, 1995 BY MATTHEW N. BOWERS, WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

  
NOTARY PUBLIC

OFFICIAL NOTARY SEAL  
LOUISE CRISTINE MELILLO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC347959  
MY COMMISSION EXP. FEB. 13, 1998

FILED  
95 JAN 17 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Trans  
Global**  
Resource Logistics

292 South County Road Suite 172  
Palm Beach, FL 33480

Tel: 407-791-0881 407-689-4511 (Latin American)

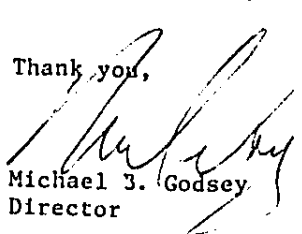
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000001453480  
-04/11/95--01083--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

To Whom It May Concern:

Enclosed is a request to amend the charter for Trans Global Resource Logistics, Inc. If any problems or questions arise please feel free to contact any of our directors at the above listed numbers or by reaching Shahan Qurashi at (407) 833-8088.

Thank you,

  
Michael J. Godsey  
Director

**FILED**  
95 APR 10 PM 1:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Appendment*  
*4/17/95*  
*DC*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

TransGlobal Resource Logistics, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The following amendment is for the addition of two directors to the existing corporate charter. The two new directors are as follows:

Michael Brian Godsey  
1400 Village Blvd. #906  
West Palm Beach FL 33409

Antonio A. San Miguel  
4888 Springfield Drive  
West Palm Beach FL 33415

Thank you for your prompt attention to this matter.

**FILED**  
95 APR 10 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: April 4, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment was/were sufficient for approval by \_\_\_\_\_ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 4th of April, 19 95

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Michael Brian Godsey, Shaban Quraeshi  
Typed or printed name

Incorporator

Incorporator

Title