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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
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MIAMI FL 33135- FL 33410-0000
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INDUSTRIAL SUPPLY & CARGO INC.
FAX AUDIT NUMBER: H95000007433
DATE REQUESTED: 07/05/1995
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TALLAHASSEE, FLORIDA

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Rec'd Office Lane
44-13525

RECEIVED
95 JUL -5 PM 1:41
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 5, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: INDUSTRIAL SUPPLY & CARGO INC.
REF: W95000013525

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000007433
Letter Number: 695A00032558

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

ARTICLES OF INCORPORATION
OF
INDUSTRIAL SUPPLY & CARGO INC.

ARTICLE I.

NAME

The Name of the Corporation is INDUSTRIAL SUPPLY & CARGO INC.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by:
Michael A. Bander
444 Brickell Avenue
Miami, Fl 33131
MAB Bar # FL 171967
(305) 353-5800

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1000 shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of the Corporation is: 8328 N.W. 56th Street, Miami, Florida 33166.

ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation, Register Agent Service Corporation:

Marco Lori

8328 N.W. 56th Street

Miami, Florida 33166

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ARTICLE VIII.

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Marco Leri

President

Eduardo Nuceta

Vice President

ARTICLE IX

INCORPORATOR

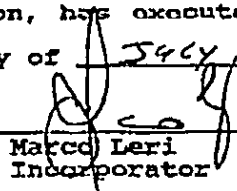
The name and address of the incorporator is: Marco Leri, 8328 N.W. 56th Street, Miami, Florida 33166.

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 3rd day of July, 1995.



Marco Leri
Incorporator

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JUL-05-1995 12:26 FROM

TO

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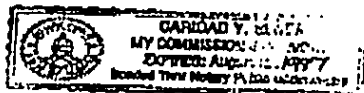
STATE OF FLORIDA)
) SS.1
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared before me MARCO LERI to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 3rd day of JULY, 1995.

Caridad Y. Luis
NOTARY PUBLIC, State of
Florida at Large

My Commission Expires"



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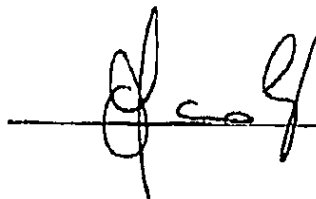
**CERTIFICATE OF DESIGNATION
REGISTER AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
INDUSTRIAL SUPPLY & CARGO INC.
2. The name and address of the Registered Agent and office is:

Marco Lari
8328 N.W. 56th Street
Miami, Florida 33156

SIGNATURE:



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TALLAHASSEE, FLORIDA

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