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Travieso Corporation
Accountants & Auditors
1784 West Flagler St., Ste. 6 & 8
Miami, Florida 33135. Tel. 849-7550

August 2, 1995

Secretary of State
Corporation Filing Office
Tallahassee, Florida.

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Dear Sirs:

Please find enclosed the following documents in order to file
The Articles of Incorporation of KEY'S CARRIER CORP.

- 1.- Articles of Incorporation of KEY'S CARRIER CORP.
- 2.- Check in the amount of 122.50 order of Secretary of State
covering filing fees, and certified copy.
- 3.- Certified copy.

Yours very truly,


Lorenzo Travieso

FILED
SECRETARY OF STATE
CORPORATIONS
95 AUG 11 AM 11:31

At 8/15/95

FILED
SECRETARY OF STATE
TALLAHASSEE
95 AUG 11 AM 11:31

ARTICLES OF INCORPORATION
OF
KEY'S CARRIER CORP.

The undersigned, in order to form a corporation for the purposes hereinafter stated by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these articles of -
Incorporation :

1. NAME:

The name of this Corporation is:
KEY'S CARRIER CORP.

2. DURATION:

This corporation shall have a perpetual existence.

3. PURPOSE :

This corporation is organized for the following
purposes:

- a) Engage and operate a business of transportation and carriage of any kind of material, merchandise, and packages.
- b) To distribute and sell all kind of merchandise and wares .
- c) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description whatsoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- d) In the purchase or acquisition of property, business rights or in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other entity.
- e) To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purp-

use of transacting any or all lawful business, both within or without the territory of the United States of America.

4. POWER.

a) This corporation shall have all the corporate - power enumerated in the Florida General Corporation Act.

5. CAPITAL STOCK:

This corporation is authorized to issue 500 shares common stock, which shall be designated "Common Shares", at a par value of \$1.00 (ONE DOLLAR) per share.

6. PREEMTIVE RIGHTS:

Every shareholder, upon the sale of cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of transactional shares) at the price at which it is offered to others.

7. INITIAL REGISTERED OFFICE AND AGENT:

The principal place of business and registered address of this corporation is 2960 South West 4th Street, in the city of Miami, Florida, 33135.

and the name of the initial registered agent of this corporation at that address is: GILBERTO GARCIGA, who accepts it.

8. INITIAL BOARD OF DIRECTORS:

This corporation shall have two directors initially.

The number of directors may be either increased or diminished from time to time by the By-Laws.

The names and addresses of the initial director of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify:

NAME	ADDRESS:	TITLES:
GILBERTO GARCIGA	2960 SW 4th Street, Miami, Fl. 33135	PRESIDENT
MARICEL GARCIGA	2960 SW 4th Street, Miami, Fl. 33135	SECRETARY-TREASURER.

-3-

9. INCORPORATORS

these articles, The name and address of the person signing

NAME

ADDRESS

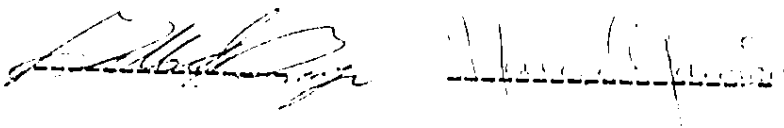
GILBERTO GARCICA 2960 SW 4th Street, Miami, Florida, 33135.

MARICEL GARCICA 2960 SW 4th Street, Miami, Florida, 33135.

10. AMMENDMENTS:

This corporation reserves the right to ammend or repeal any provisions contained in these articles of incorporation or any ammendment thereto, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this first day of August, AD 1995.



STATE OF FLORIDA

SS

COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Mr GILBERTO GARCICA and MARICEL GARCICA,

known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal in the State and County aforesaid, this first day of August nineteen hundred and ninety nine.

My commission expires:
March 22nd. 1999.

Notary Public
State of Florida, At Large

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-4-

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
THAT KEY'S CARRIER CORP.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, MR. GILBERTO GARCICA, STATE OF FLORIDA, HAS NAMED 2960 South West 4th Street, MIAMI, FLORIDA, 33135, LOCATED AT AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

[Signature]

[Signature]

Date; Aug. 1st. 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLET PERFORMANCE OF MY DUTIES.

Date: August 1st. 1995.

[Signature]

SWORN AND SUBSCRIBED before me this first day of August, AD nineteen hundred and ninety five.

My commission expires:
March 22nd. 1999.

[Signature]
Notary Public
State of Florida, At Large.