

95000065299

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FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-3394-0000  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770  
FAX: (904) 922-4000

((H950000093131)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: FLASH INTERNATIONAL CARGO, CORP.  
FAX AUDIT NUMBER: H95000009313 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/23/1995 TIME REQUESTED: 10:11:58  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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FILED  
55 AUG 23 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
25 AUG 23 PM 12:04

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CERTIFICATE OF INCORPORATION  
OF  
FLASH INTERNATIONAL CARGO, CORP.

RECORDED  
IN  
OFFICE OF THE  
CLERK OF THE  
COURT  
JAN 23 1995  
FILED

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: Flash International Cargo, Corp.

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is : Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

Prepared by:  
Carlos A. Sotelo  
1626 Alton Rd.  
Miami Beach, FL 33139  
(305) 674-1661

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To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 10,000 (Ten Thousand) shares of common stock having a nominal of \$1.00 Par/value.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 ( One Thousand 00/100.)

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. ADDRESS

The initial post office address of this corporation in

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the state of Florida is: 121 S.E 1 Street Suite #0, Miami Fl. 33131. The Board of Directors may, from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have Three Directors initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

Antonio Olivera Leal	President
121 S.E 1 Street Miami Fl. 33131	Secretary
Roberto Coni Aguiar	Vice-Pres.
121 S.E 1 Street Miami Fl. 33131	
Luis Antonio Paiva	Director
121 S.E 1 Street Miami Fl. 33131	


ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 121 S.E 1 Street Suite 512, Miami, Fl. 33131 and the registered agent being Antonio Oliveira Leal.

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ARTICLE X. AMENDMENT

The articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of directors proposed by them to the stock holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



Antonio Oliveira Leal  
President - Secretary

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STATE OF FLORIDA

) ss

COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appear Antonio Oliveira Leal director and officer of Flash International Cargo, Corp. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF , I have hereunto set my hand and official seal at Miami, said County and State, on this 15 day of the month of August, 1995.

*[Handwritten Signature]*  
NOTARY PUBLIC SEAL.

...MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL  
CARLOS SOLANO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC3-0024  
MY COMMISSION EXP. JAN. 5, 1998

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

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In compliance with Section 607.34 Florida Statutes, The following is submitted, in compliance with said Act:

FIRST: That, Flash International Cargo, Corp. desiring to organize or qualify under the laws of the state of Florida with its principal office, as indicated in the articles incorporation at City of Miami, County of Dade, and State of Florida has hereby named Anthonio Oliveira Leal of 121 S.W. 1 Street Suite 512, Miami, Fl. 33131 as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office.

  
Anthonio Oliveira Leal  
Register Agent.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 AUG 23 PM 1:43

FILED

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10:48 PM PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W. FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135-0000  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3094  
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT  
NAME: FLASH INTERNATIONAL CARGO, CORP.  
FAX AUDIT NUMBER: H95000013375 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 11/28/1995 TIME REQUESTED: 10:48:26  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 0 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$87.50 ACCOUNT NUMBER: 072450003255

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FILED  
NOV 29 11:00  
TALLAHASSEE, FLORIDA

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*J. d.*

NOV 29 11:50

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ARTICLES OF AMENDMENT

OF

FLASH INTERNATIONAL CARGO , CORP.

FILED  
NOV 29 PM 11:00  
P95000065299

WHEREAS, the undersigned constitute all of the shareholders of record of Flash International Cargo, Corp, adopted the amendment on November 28, 1995.

WHEREAS, these articles of amendment were approved by a unanimous vote of the Board of Directors and Stockholders and the votes casted were suffice for approval.

WHEREAS, the Board of Directors of the corporation has adopted a resolution recommending on November 28, 1995 by the stockholders and directors.

Authorizing Amendment of certificate of Incorporation filed on August 23, 1995 ; under charter P95000065299, are setting a new provisions to read as follow:

ARTICLE I

The general nature of the business to be transacted by this corporation is to conduct any legal business and to open offices, branches and subsidiaries in the State of Florida, and other States.

ARTICLE II

The new Board of Directors of this corporation are:  
Antonio Oliveira Leal

President  
Secretary

H95000013375

Prepared by:  
Carlos A. Solano  
1626 Alton Rd.  
Miami Beach, Fl. 33139  
(305) 674-1681  
P.26

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ARTICLE III

The new name of this corporation is Sky International Cargo, Inc. and the address 3108 N.W 72 Ave. Miami, Fl. 33122.

ARTICLE IV

The name and address of the director and officer of this corporation is:

Anthony Oliveira Leal

President  
Secretary

3108 N.W 72 Ave. Miami, Fl. 33122.

ARTICLE V

The only stockholder of is:

Anthony Oliveira Leal.

3108 N.W 72 AVE, Miami, Fl. 33139.

RESOLVED FURTHER : That a Certificated setting forth the amendment, certifying that such amendment has been duly adopted in accordance with the provisions of Section of the Corporation Law of the State of Florida, and containing such others statements as may be necessary or advisable, be may under the seal of the corporation and signed by its President and its Secretary and acknowledged by its said President and that the said certificated, so executed and acknowledged be filed in the office of the Secretary of State, and resolved


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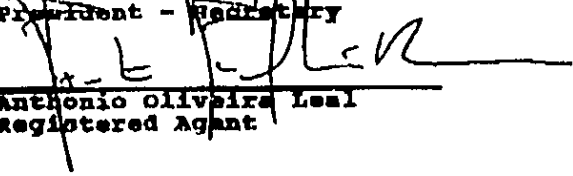
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further, that the officers of this corporation are hereby authorized, empowered, and directed to take any and all further acts or proceedings which they may be necessary or proper to effectuate the said amendment.

Done and Dated this November 26, 1995 ; Miami Beach, Florida.

Signatures:

  
 Antonio Oliveira Leal  
 President - Secretary

  
 Antonio Oliveira Leal  
 Registered Agent

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STATE OF FLORIDA )  
 ) S.S.  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared Anthony Oliveira Leal director of Sky International Cargo, Inc. a Florida corporation.

To me known as the person (s) described. Who after being duly sworn, executed the foregoing Amendment to the Articles of the Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 28th day of the month of November, 1995.

*[Handwritten Signature]*  
NOTARY PUBLIC SEAL  
STATE OF FLORIDA  
COMMISION EXPIRES: 11/30/96  
MARIANA OLIVEIRA LEAL  
MARIANA OLIVEIRA LEAL  
MARIANA OLIVEIRA LEAL

MY COMMISSION EXPIRES:

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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS.**

Pursuant to the provisions of section 607.0802 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida

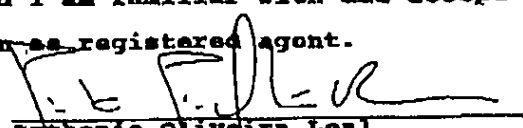
**FIRST:** The name of the corporation is Sky International Cargo Inc. and was filed on August 23, 1994; under charter P95000065299 with an address of 121 S.E 1 Street Suite #8, Miami, Fl. 33131 and as registered agent Anthonio Oliveira Leal.

The new registered office will be at 3108 N.W 72 Ave, Miami, Dade County, Florida 33122 and the Registered Agent Anthonio Oliveira Leal, hereby as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate.

I hereby accept the appointment as registered agent and agree to act in this capacity, and I further agree to comply with the provision of all Statutes relative to proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
Anthonio Oliveira Leal  
Registered Agent.

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Florida Dept. of State  
Division of corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
96 MAR 18 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Sirs,

Please find enclosed our Articles of Dissolution for Sportmaster Custom Boats Inc. If any further correspondence is required please contact us at the address below.

500001749085  
-03/19/96--01071--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Thank-you,  
Amy K. Scott  
6430 Tralee Ave.  
New Port Richey, FL 34653  
(813) 845-8026

*Uoldis*

VS MAR 26 1996

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Sportmaster Custom Boots Inc

SECOND: The date dissolution was authorized: July 1, 1995

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by \_\_\_\_\_." ]  
(voting group)

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Signature [Signature]  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Amy K. Scott  
(Typed or printed name)

Vice-President  
(Title)

FILED  
95 MAR 18 AM 9:40  
TALLAHASSEE FLORIDA