

Attornay at Law

c/o Techniport + 5757 N W. 11th Street, Suite 160 + Miami, Florida 33126 Tel. (305) 261-3947 + Fax (305) 262-8078

August 28, 1995

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 EDUCIDE 1 57 BORSER -08/30/35--01006--008 #****78.75 *****78.75

RE: UNI-GLOBE AGENCY, INC. a new corporation

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation including the Consent to Act as Registered Agent, for a new corporation to be known as UNI-GLOBE AGENCY, INC., seventy eight dollars and seventy five cents (\$78.75) for filing fee and certificate.

Please stamp a copy of the Articles of Incorporation, and return it to us.

Please do not hesitate to call me (collect) if there are any problems, or if you have any questions or requests.

Thank you.

Very truly yours,

Ralph Rocheteau

AUG 3 0 1995

For the Firm

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ARTICLES OF INCORPORATION

OF

PILED PRESENT ALL PROTINE PRESENT PROPERTIES

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UNI-GLOBE AGENCY, INC.

THE UNDERSIGNED, has executed the following document as incorporator of above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I.

The name of this corporation shall be:

UNI-GLOBE AGENCY, INC.

ARTICLE II.

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III.

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things therein

mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest herein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees as provided by the laws of the State of Florida;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other

domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other governmental, state, territory, governments district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will

be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have an exercise all powers necessary and convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum one hundred (100) shares, having an individual per value of one dollar (\$1.00) per share. Transfer of the corporation's shares shall be restricted in accordance with the terms of the shareholder's agreement.

Unless other wise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation. Stock may be voted

cumulatively, as provided for by Fla. Sta. 607.0725.

ARTICLE V

The initial officers and Board of Directors shall consist of a total of 1 person and

the names and addresses of the person who are to serve as initial directors are:

Celia Cernuda c/o United Globe International Corp. 8302 N.W. 14th Street Miami, Florida 33126 President/Director

ARTICLE VI

The address of the principal office of this corporation is:

c/o United Globe International Corp.8302 N.W. 14th StreetMiami, Florida 33126

ARTICLE VII

The street address of the initial registered office and the name of the initial

Registered Agent of this corporation shall be:

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Ralph Rocheteau 5757 N.W. 11th Street, Suite 160 Miami, FL 33126

I HEREBY CONSENT to act as Registered Agent for the above referenced

Corporation, I also certify that I am familiar with the requirements of Florida laws as

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they relate to the duty of registered agents, and I meet all of the lawful requirements for

serving as Registered Agent for service of process.

ARTICLE VIII

The name and address of the incorporator executing these Articles of

Incorporation is:

Ralph Rocheteau 5757 N.W. 11th Street, Suite 160 Miami, FL 33126



IN WITNESS WHEREOF, the undersigned incorporator has executed these

articles of incorporation this 28 day of August, 1995.

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Ralph Rocheteau Incorporator/Registered Agent

STATE OF FLORIDA)

COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgments in the state and county set fourth above, personally appeared RALPH ROCHETEAU known to me and

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know by me to be the person who executed the foregoing articles of incorporation, and

he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF. I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 28 day of August, 1995.

Rosario Armfenta Notary Public, State of Florida at Large

My commission expires:

OFFICIAL NOTARY SPAL ROBARIO ARMENTIA NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC248543 MY COMMISSION EXP. DEC. 28,1994

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5757 N.N. 11th Atrest, Buite 160 Missi, Florida 33126-2035 + Tel. (305) 261-3947 Pax (305) 262-807#

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NEW FILINGS	AMENDMENTS		
Profit	Amendment NC		
NonProfit	Resignation of R.A., Officer/D	irector SH I	DEC 2 1 1995
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		SECHE DIVISION 95 DEC
Other	Merger		
OTHER FILINGS	REGISTRATION/ QUALIFICATION		
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CR3E031(10/92)	Other	Examiner's Initi	als

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

UNI GLOBE AGENCY, INC

(present name),

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Pursuant to the provisions of section 607,1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: The name of the corporation is changed to: UNI-GLOBE CARGO CORP.

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: December 10, 1995.

FOURTH: Adoption of Amendment(s) (check one)

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<u>yx</u> The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

— 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(s) was/were sufficient for approval by______.

(voting group)

(continued)

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	Signed this 10 day of December
	UNI-GLOBE CARGO CORP.
	(Corporation Name)
	By <u>Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)</u>
	(A director or incorporator if adopted by the directors or incorporators)
	t j
	Ralph Rocheteau, Incorporator
	(Typed or printed name)
	TricoRportor (Title)
	(Title) 1
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