

P96000052608

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
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ALL SEASONS SHIPPING SERVICES, INC.
FAX AUDIT NUMBER: H96000008607
DATE REQUESTED: 06/19/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:30:37
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072460003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000008607))
** ENTER 'M' FOR MENU, **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:4

FILED
96 JUN 20 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUN 20 AM 7:59

RECEIVED

36009
2006

ARTICLES OF INCORPORATION**OF****ALL SEASONS SHIPPING SERVICES, INC.**

The undersigned, Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is ALL SEASONS SHIPPING SERVICES, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 7720 N. E. SECOND AVENUE, MIAMI, FL 33138.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE 6/ALBASON

1 of 4

Stanley B. Lewis
Tools For Change
6255 NW 7th Avenue
Miami, Florida 33150
FL BAR # 0797022
30 S-751-8934

FILED
96 JUN 20 10 10 AM '88
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000008607

H96000008607

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to each person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 7726 N. E. SECOND AVENUE, MIAMI, FLORIDA 33138 and the registered agent at that office is DAVA-LOUIS GERMAIN.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have TWO (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

DAVA-LOUIS GERMAIN
7726 N. E. SECOND AVENUE
MIAMI, FL 33138

PIERRE ST. PHARD
7726 N. E. SECOND AVENUE
MIAMI, FL 33138

H9 6000008607

H9 6000008607

ARTICLE IX INCORPORATOR

The Incorporator of the Corporation is as follows:

DAVA-LOUIS GERMAIN
7725 N. E. SECOND AVENUE
MIAMI, FL 33138

IN WITNESS WHEREOF, I, DAVA-LOUIS GERMAIN, the undersigned incorporator, have signed these Articles of Incorporation on this 19 day of June, 1988, and acknowledged the same to be my act.

DAVA-LOUIS GERMAIN

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19 day of June, 1988 by DAVA-LOUIS GERMAIN, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS

STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CD-607187
Expires Sep. 15, 1988
Bonded by JMB
600-422-1000

H9 6000008607

H9 6000008607

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

Pursuant to the provisions of Chapters 48.091 and 607.0601 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That ALL SEASONS SHIPPING SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of MIAMI, County of Dade, State of Florida, has named DAVA-LOUIS GERMAIN at 7728 N. E. SECOND AVENUE, in the City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY:


DAVA-LOUIS GERMAIN

DATE:

6-19-96

ARTICLES/ALSEASON

5 of 4

FILED
96 JUN 20 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9 600 000 8507

H9 600 000 8607