

P96000056655

Law Offices Of
STEVEN SILVERMAN
A Professional Association

Telephone
(305) 666-6111
(305) 670-8111
Fax: (305) 670-8114

Two Datan Center
Suite 1225
9130 S. Dadeland Boulevard
Miami, Florida 33156-7849

June 27, 1996

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32301

800001881748
-07/02/96--01112--004
****122.50 ****122.50

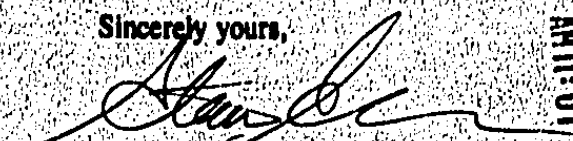
RE: Freight Management International, Inc.
Our File No. 96-3017

Dear Sir/Madam:

Enclosed herein please find the Articles of Incorporation for the above named entity. Also enclosed is my check in the amount of \$122.50 for filing the Articles. Please return to the undersigned a certified copy of the Articles.

Thank you for your courtesy and attention to this matter.

Sincerely yours,


Steven Silverman

SS/es
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL -1 AM 11:01

15
7/3

ARTICLES OF INCORPORATION
OF
FREIGHT MANAGEMENT INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 JUL -1 AM 11:01

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is: **Freight Management International, Inc.**

ARTICLE II

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of capital stock with a par value of \$1.00 per share.

The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the

corporation are not to be divided into classes.

ARTICLE V

DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE VI

PREEMPTIVE RIGHTS

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

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation shall be located at:

7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is:

7596 N.W. 8th Street
Miami, Florida 33126

The name and address of the initial registered agent of the corporation is:

WOOLTON ANDERSON
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE XI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

RICHARD LAKE
7596 N.W. 8th Street
Miami, Florida 33126

MICHAEL LAKE
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE X

INCORPORATORS

The names and addresses of the person signing these Articles are:

RICHARD LAKE
7596 N.W. 8th Street
Miami, Florida 33126

MICHAEL LAKE
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE XI

ACTIONS OF DIRECTORS WITHOUT MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 24th day of May, 1996.



RICHARD LAKE



MICHAEL LAKE

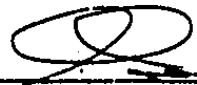
STATE OF FLORIDA

COUNTY OF DADE

SS:

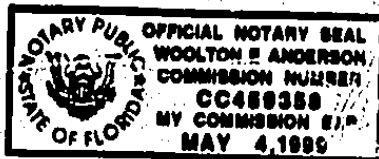
Before me, the undersigned authority, personally appeared, **RICHARD LAKE** and **MICHAEL LAKE**, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 24th day of May, 1996.


NOTARY PUBLIC, STATE OF FLORIDA

Print Name: WOOLTON E. ANDERSON

My Commission Expires:



SS:4/06-2017/Fri, Mar

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS
26 JUL - 1 AM 11:01

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted:

That **FREIGHT MANAGEMENT INTERNATIONAL, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named **WOOLTON ANDERSON**, located at 7596 N.W. 8th Street, Miami, Florida 33126, as its agent to accept service of process with Florida.



WOOLTON ANDERSON

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 complete performance of my duties.

Dated this 24 day of May 1996.



WOOLTON ANDERSON