

NOV-22-1996 12:50

EMPIRE CORPORATE KIT

P.02/05

11/21/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:18 AM

((H96000016462 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FAMILY CARGO EXPRESS, INC.

AUDIT NUMBER.....H96000016462

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

RST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:23:42

FILED

NOV 22 1996

PA 1/6/96
169610005334

NOV-22-1996 12:50

EMPIRE CORPORATE KIT

P.01/05



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 21, 1996

EMPIRE

SUBJECT: FAMILY CARGO EXPRESSE, INC.
REF: W96000024716

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The document is illegible and not acceptable for microfilming.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000016462
Letter Number: 896A00053031

ARTICLES OF INCORPORATION
OF
FAMILY CARGO EXPRESS, INC.

H96000016462

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

FAMILY CARGO EXPRESS, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of this Corporation is One Thousand (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: 731 West Flagler Street, Miami, Florida 33130. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534. 169 East Flagler Street, Suite
1527, Miami, Florida 33131. (305) 361-4188 H96000016462

FILED
96 NOV 22 11 10 AM
CLERK OF DISTRICT COURT
MAY 11 1997

H96000016462

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

CARLOS A. ESPINOZA
731 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

MIGUEL BERNARDEZ
731 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

DORA GALINDO
731 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 1274 N.W. 79 Street, #B-219, Miami, Florida 33147, and the name of the initial registered agent of this Corporation at the address is: CARLOS A. ESPINOZA.

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: CARLOS A. ESPINOZA, 731 West Flagler Street, Miami, Florida 33130.



CARLOS A. ESPINOZA

H96000016462

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534. 149 East Flagler Street, Suite
1507, Miami, Florida 33131.

H96000016462

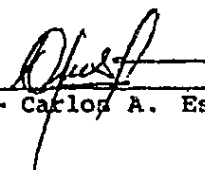
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 49.091 and Section 607.034 (3) Florida Statutes, the following is submitted:

FAMILY CARGO EXPRESS, INC., a corporation being organized under the laws of the State of Florida, with its principal place of business: 731 West Flagler Street, Miami, Florida 33130, has named CARLOS A. ESPINOZA, located at 1274 N.W. 79 Street, #B-219, Miami, Florida 33147, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for in Florida Statutes Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office.


Registered Agent - Carlos A. Espinoza.

FILED
96 NOV 22 10:00
TAM

H96000016462

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534. 169 East Flagler Street, Suite
1527, Miami, Florida 33131.

Document Number Only

P96000095794

CARLOS A. ESPINOZA
Requestor's Name
731 WEST FLAGLER STREET
Address
MIAMI FLORIDA 33130 (305) 324-7447
City State Zip Phone

RECEIVED
01/22/97 11:13 AM
***** 01 00 ***** 05,00

CORPORATION(S) NAME

FAMILY CARGO EXPRESS, INC.

FILED
97 FEB 13 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AM
OK
2/13

Document Number Only

Requestor's Name
731 WEST FLAGLER STREET
Address
MIAMI FLORIDA 33130 (305) 324-7447
City State Zip Phone

CORPORATION(S) NAME

FAMILY CARGO EXPRESS, INC.

<input checked="" type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 27, 1997

XCARLOS A. ESPINOZA
731 WEST FLAGLER STREET
MIAMI, FL 33130

SUBJECT: FAMILY CARGO EXPRESS, INC.
Ref. Number: P96000095794

RECEIVED
97 FEB 12 AM 11:54
DIVISION OF CORPORATIONS

We have received your document for FAMILY CARGO EXPRESS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

AN INDIVIDUAL WITH THE TITLE INCORPORATOR MUST SIGN WHEN THIS BOX IS CHECKED.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 997A00004003

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FAMILY CARGO EXPRESS, INC.

(present name)

FILED
JAN 13 1978
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: ART. VII. THE NAME AND STREET ADDRESS OF THE MEMBERS OF THE BOARD OF DIRECTORS ARE: CARLOS A. ESPINOZA, PRESIDENT, ROGER RIVERA, VICE PRESIDENT, DORA GALINDO, SECRETARY & TREASURE, AND THE STREET ADDRESS IS LOCATED AT 731 WEST FLAGLER STREET, MIAMI FLORIDA.

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:

NONE

THIRD: The date of each amendment's adoption: 01-16-97

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

☒ 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)

Signed this 16 day of JANUARY, 1997.

FAMILY CARGO EXPRESS, INC.
(Corporation Name)

By *R. Rivera*
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
(A director or incorporator if adopted by the directors or incorporators)

ROGER RIVERA
(Typed or printed name)

VICE PRESIDENT DIRECTOR
(Title)

P96000095794

ROGER V. RIVERA
FAMILY CARGO EXPRESS, INC.
731 WEST FLAGLER ST.
MIAMI, FL 33130

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

700002276117--8
-08/25/97--01087--005
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
97 AUG 8 AM 9:27
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Officer / Director
Resign.
8/20/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 7, 1997

FAMILY CARGO EXPRESS, INC.
731 WEST FLAGLER ST.
MIAMI, FL 33130

SUBJECT: FAMILY CARGO EXPRESS, INC.
Ref. Number: P96000095794

We have received your document for FAMILY CARGO EXPRESS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A resignation form must be submitted for each person resigning from the corporation. There is a \$35 filing fee for each person resigning as an officer and/or director.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 997A00040190

Florida Department of State, Sandra B. Morham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, DORA GALINDO, hereby resign as SECRETARY & TREASURER
(Title)

of FAMILY CARGO EXPRESS, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA
Corporation Document number P96000095794 filed 11/22/1996

and affirm that the corporation has been notified in writing of the resignation.

Dora Galindo
(Signature of resigning officer/director)

DORA GALINDO

Sworn to and subscribed before me this 22 days of July of 1997.

Edgar Velasquez
NOTARY PUBLIC
STATE OF FLORIDA
EDGAR VELASQUEZ
COMMISSION # CC 382240
EXPIRES APR 8, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

P96000095794

DORA GALINDO

FAMILY CARGO EXPRESS, INC.
731 WEST FLAGLER STREET
MIAMI FL 33130

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

400002252804 -- 2
07/30/97--01090--014
*****35.00 *****35.00

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 AUG 18 AM 9:27
TALLAHASSEE, FLORIDA

Officer/
Director
Resign.
8/20/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 7, 1997

FAMILY CARGO EXPRESS, INC.
731 WEST FLAGLER ST.
MIAMI, FL 33130

SUBJECT: FAMILY CARGO EXPRESS, INC.
Ref. Number: P96000095794

We have received your document for FAMILY CARGO EXPRESS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A resignation form must be submitted for each person resigning from the corporation. There is a \$35 filing fee for each person resigning as an officer and/or director.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 997A00040190

RECEIVED
97 AUG 19 AM 8 21
DIVISION OF CORPORATIONS

Florida Department of State, Sandra P. Mortham, Secretary of State

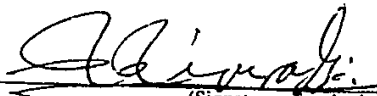
OFFICER / DIRECTOR RESIGNATION

I, ROGER V. RIVERA, hereby resign as VICE-PRESIDENT
(Title)


of FAMILY CARGO EXPRESS, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA
Corporation Document number P96000095794 filled 11/22/1996.

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)
Roger V. Rivera

Sworn to and subscribed before me this 22 days of July of 1997.


EDGAR VELASQUEZ
COMMISSION # CC 362240
EXPIRES APR 6, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.



FILED
97 AUG 18 AM 9:27
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314