

P97000001990

December 30, 1996

State of Florida
Secretary of State's Office
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/03/97--01113--005
*****70.00 *****70.00

To Whom It May Concern:

Enclosed Please find a check for \$70.00 to cover the filing fees for Contract Logistics, Inc., the Articles of Incorporation are enclosed.

Please use the return Express Mail envelope for the return of the certified documents.

Thanks,

Lou Valdespino

Lou Valdespino
President
Contract Logistics, Inc.

File:Legal

FILED
97 JAN -2 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 2 1997 BSB

**ARTICLES OF INCORPORATION
OF
CONTRACT LOGISTICS, INC.**

FILED
97 JAN -2 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purpose hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

CONTRACT LOGISTICS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

- a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
- b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- c. In the purchase of acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of

money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any and all lawful activity and to institute, participate in an promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock at one (\$1.00) dollar par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every sharcholder, upon the sale for cash of any new stock of this corporation shall have the rights to purchase his prorate share at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 995 S.W. 84 Avenue , #321, Miami, Florida 33144, and the name of the initial registered agent of this corporation at that address is: **Luis Valdespino.**

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have ONE director(s) initially. The number of director(s) may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
LUIS VALDESPINO	995 S.W. 84 Avenue #321 Miami, Florida 33144

ARTICLES VIII. INCORPORATION

The name(s) and address(es) of the incorporator(s) is/are:

<u>NAME</u>	<u>ADDRESS</u>
LUIS VALDESPINO	995 S.W. 84 Avenue #321 Miami, Florida 33144

ARTICLES IX. BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned have/(has) executed these Articles of Incorporation this 30th day of DECEMBER, 1996


Incorporator

STATE OF FLORIDA)

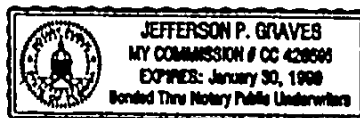
COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared LUIS VALDESPINO, known to me to be the person who executed the Articles of Incorporation of "CONTRACT LOGISTICS, INC. " and has acknowledged before me that he/she has executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal at Miami, Dade County, Florida, this 30th day of DECEMBER, 1996


NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to accept service of process for "CONTRACT LOGISTICS, INC. " , at the place designated in the foregoing Articles of Incorporation, 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.

DATE: 12/30/96 SIGNATURE: 

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA