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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: AAA INTERNATIONAL FREIGHT FORWARDING GROUP I
AUDIT NUMBER.....H9700000935
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION**OF****AAA INTERNATIONAL FREIGHT FORWARDING GROUP INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

AAA INTERNATIONAL FREIGHT FORWARDING GROUP INC.

The principal place of business of this corporation shall be: 10566 N.W. 51st St.
Miami, FL 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Carlos H. Mendez 10566 N.W. 51st St.
Miami, FL 33178

Prepared by: Carlos H. Mendez
10566 N.W. 51st St.
Miami, FL 33178
(305) 599-8588

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Carlos H. Mendez 10566 N.W. 51st St.
Miami, Fl 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 16th day of January, 19 97.

Signature(s) of Incorporator(s)

CH Mendez

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation _____

AAA INTERNATIONAL FREIGHT FORWARDING GROUP INC.

2. The name and address of the registered agent and office is:

Carlos H. Mendez 10566 N.W. 51st St.

(P.O. BOX NOT ACCEPTABLE)

Miami, Fl 33178

(CITY/STATE/ZIP)

SIGNATURE _____

(Corporate Officer)

TITLE _____

DATE 01/16/97

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE 01/16/97

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