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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ARIELLE TRUCKING, INC.

AUDIT NUMBER.....H97000001544

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 28, 1997

EMPIRE

SUBJECT: ARIELLE TRUCKING, INC.
REF: W97000002032

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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

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EMPIRE CORPORATE KIT

P.01/09



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

EMPIRE

SUBJECT: ARIELLE TRUCKING, INC.
REF: W97000002170

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Document Specialist

FAX Aud. #: W97000001544
Letter Number: 597A00004576

ARTICLES OF INCORPORATION H97000001544

OF

ARIELLE TRUCKING, INC.

ARTICLE I. NAME

The name of this corporation is:

ARIELLE TRUCKING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. DURATION

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock having no par value.

Prepared By: Barry M. Boren, Esq. (FBN. 247286)
9200 S. Dadeland Blvd. #412
Miami, FL 33156 (305) 670-2200

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Articles of Incorporation

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 and the initial registered agent of this Corporation at such office shall be BARRY M. BOREN, ESQ., who, upon accepting this designation, agrees to comply with the provisions of Section 48.091, Fla. Stat. as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI. PLACE OF BUSINESS

The principal place of business of this Corporation shall be Miami, Florida and the mailing address of this Corporation shall be 3939 N.W. 25th Street, Miami Florida 33142.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of no less than one (1) member and no more than five (5) members.

BERNARD KLEPACH
3939 N.W. 25th Street
Miami, Florida 33142

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Articles of Incorporation

ARTICLE VIII. INCORPORATOR


The name and mailing address of the Incorporator signing these Articles of Incorporation is:

BARRY M. BOREN, ESQ.
9200 So. Dadeland Blvd. Suite 412
Miami, Florida 33156

ARTICLE IX. INDEMNIFICATION

This Corporation shall indemnify any office or director, or any form officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of January, 1997.



BARRY M. BOREN

STATE OF FLORIDA)
 SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared BARRY M. BOREN, to me well known and is the individual described therein and who, as Incorporator, executed the foregoing Articles of

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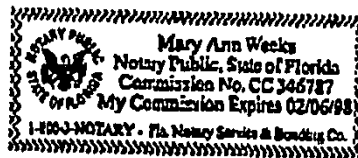
Articles of Incorporation

Incorporation of ARIELLE TRUCKING, INC., and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS MY HAND and official seal at Miami, Dade County, Florida this 27th day of January, 1997.


NAME: MARY ANN WEEKS
NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



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Articles of Incorporation

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Florida Statutes §48.091, ARIELLE TRUCKING, INC. desiring to organize under the laws of the State of Florida, hereby designates BARRY M. BOREN, ESQ., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for ARIELLE TRUCKING, INC., at the place designated above in the Articles of Incorporation, BARRY M. BOREN, ESQ., agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes 48.091

DATE

1/27/97


BARRY M. BOREN, ESQ.

Registered Agent

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TALLAHASSEE, FLORIDA