

02/19/97

09:24

P97000015592

NR.382 D01

2/17/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

8:55 AM

((H97000002772 6))

TO: DIVISION OF CORPORATIONS
FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

FAX #: (904)922-4001

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: SUNNY SOUTH CARGO, INC.
AUDIT NUMBER.....H97000002772
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.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. **

ATTN: Bobbie

FILED
97 FEB 19 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 FEB 19 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 2/19/97

02/19/97 09:24
02/18/97 00:43 STATION

(305) 592-9591

NO. 382 002
P. 002

H97000002772

FILED
97 FEB 19 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF SUNNY SOUTH CARGO, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities rights, privileges and immunities of a corporation for profit.

ARTICLE I NAME, ADDRESS AND AGENT

The name of this corporation shall be: SUNNY SOUTH CARGO INC. here and after referred to as the corporation. Its principal office shall be located at: 6801 N.W. 77 Ave. Miami, FL 33166. Its Registered agent shall be: Rafael Blandin.

ARTICLE II NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things herein after mentioned, as fully and to the same extent a natural persons might of could, viz.

A.- To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sublease, hold, procure, transport, manufacture, acquire and deal generally, both in wholesale and retail, in goods and services of all types, both as principal, and/ or agent in any part of the world.

ARTICLE III CAPITAL STOCK

The capital stock of the Corporation upon commencing business operation shall consist of ONE HUNDRED (100) shares of \$ 10.00 dollars per value for Incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$ 10.00 as per value, all shares to be issued fully paid and non assessable, the capital stock of this corporation may be paid in lawful money of the U.S.A. in property, labor of services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

Prepared by: Rafael Blandin
9310 Fountainbleau Blvd. # 102
Miami, FL 33172
(305) 220-2674

H97000002772

02/19/97 09:24
02/18/97 00:44 STATION

(305) 592-9591

NO. 362 003
P. 003

H97000002772

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than ONE THOUSAND DOLLARS (1000.00)

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence.-----

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist of not less than (2) persons.

ARTICLE VII INITIAL DIRECTORS AND OFFICERS

The name and address of the first Board of Director who are subject to the provisions of these articles of Incorporation, the By-laws and the act of the legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following.---

NAME	ADDRESS	TITLE
RAFAEL BLANDIN	9310 Fountainbleau Blv. # 102 Miami, FL 33172	PRESIDENT
DILLYS C. BLANDIN	9310 Fountainbleau Blvd. # 102 Miami, FL 33172	VICE-PRESIDENT SECRETARY

ARTICLE VII SUBSCRIBERS

NAME	TITLE	SHARES
RAFAEL BLANDIN	PRESIDENT	- 50%-
DILLYS C. BLANDIN	VICE-PRESIDENT SECRETARY	-50%-

H97000002772

02/19/97 09:24
02/18/97 00:45 STATION

(305) 592-9591

NO. 382 004
P. 004

H97000002772

ARTICLE IX BY-LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-laws may from time to time and whenever be necessary by amended by the Board of Directors of the Corporation IN WITNESS WHEREOF, The undersigned have made and signed these Articles of incorporation at Miami, Florida County of Dade.-----



RAFAEL BLANDIN
President



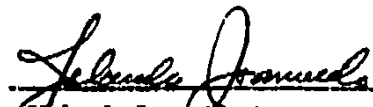
DILLYS BLANDIN
Vice-President
Secretary

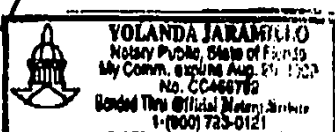
STATE OF FLORIDA)

) S.S
COUNTY OF DADE)

I, HEREBY CERTIFY that on this day, February 5, 1997, before me personally appeared the undersigned authority: Rafael Blandin and Dillys C. Blandin, as President and Vice-President Secretary, respectively, to me well known to be the persons and subscribers and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto set my hand and official seal, at Miami, County of Dade, State of Florida.



Yolanda Jaramillo

YOLANDA JARAMILLO
Notary Public, State of Florida
My Comm. expires Aug. 29, 1999
No. CC468762
Bonded thru Official Notary Service
1-(800) 723-0121

H97000002772

02/19/97 09:24

DOC-1T

NO.382 DBS

02/18/97 00:42

STATION

(305) 592-9591

P. 001

H97000002772

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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 is:

SUNNY SOUTH CARGO, INC.

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

**RAFAEL BLANDIN
6801 N.W. 77 AVENUE
Miami , Fl. 33166**

FILED
97 FEB 19 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature: _____

**RAFAEL BLANDIN
President**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE . I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**RAFAEL BLANDIN
Registered Agent**

H97000002772