

P97000037780

NANCY HERNANDEZ
10406 S.W. 5th Street
Miami, Florida 33174

March 24, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

Gentlemen:

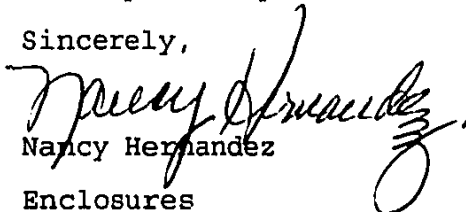
Re: South Florida Transport, Inc.

Enclosed are the Articles of Incorporation for the above Corporation, together with a check for \$122.50 in payment of the filing fee thereof.

Please return the Certificate of Incorporation in the enclosed self addressed envelope.

Thank you for your attention to this matter.

Sincerely,


Nancy Hernandez
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 PM 3:33

W97-7929

W97-7929



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1997

NANCY HERNANDEZ
10406 S.W. 5TH STREET
MIAMI, FL 33174

SUBJECT: SOUTH FLORIDA TRANSPORT, INC.
Ref. Number: W97000007929

We have received your document for SOUTH FLORIDA TRANSPORT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 497A00017149

NANCY HERNANDEZ
10406 S.W. 5th Street
Miami, Florida 33174

April 19, 1997

Ms. Vickie Whitfield
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Ref. Number: W97000007929

Dear Ms. Vickie Whitfield:

Attached are the articles of incorporation for A-1

INTERNATIONAL TRANSPORT INC.

We had originally submitted the articles for "South Florida Transport, Inc. and they were returned due to a name similarity with another corporation. Please see copy of your letter attached. The check was retained by your office.

Please process these new articles of incorporation and apply the prior submitted amount as the filing fee thereof.

Thank you in advance for all your attention, I remain

Sincerely yours,


Nancy Hernandez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CERTIFICATE OF INCORPORATION

OF

A-1 INTERNATIONAL TRANSPORT INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

A-1 INTERNATIONAL TRANSPORT INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum shares of stock, with one dollar (\$1.00) par value that this corporation is authorized to have outstanding at any time is Five Hundred (500) Shares.

ARTICLE IV

The amount of Capital with which this corporation will begin business will not be less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The Capital Stock of this Corporation shall be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as added by the Small Business Tax Provisions of 1958. All of the Stocks and Securities in lieu of cash or at just valuation to be determined by the Board of Directors of this corporation.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The principal office of this Corporation shall be 5053 Southwest 128th Place, Miami, Florida 33175.

ARTICLE VIII

The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-laws and the acts of legislature, shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall be duly qualified, are:

NANCY HERNANDEZ
President/Director

10406 SW 5th Street
Miami, Florida 33174

ATILIO C. FERNANDEZ
Treas/Scty/Director

5053 SW 128th Place
Miami, Florida 33175

ARTICLE IX

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follows:

NANCY HERNANDEZ
DIRECTOR

10406 SW 5th Street
Miami, Florida 33174

ATILIO C. FERNANDEZ
DIRECTOR

5053 SW 128th Place
Miami, Florida 33175

ARTICLE X

Limitations of Corporate Stock:

No shareholder of this Corporation may sell or transfer stock in this Corporation except to another individual who is eligible to be a stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specifically called for that purpose by not less than a majority of the outstanding stock to be sold. The stockholders voting at such meeting shall have first option to purchase the shares from the selling shareholders; the shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI

The Corporation shall have the further right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have any right of inspecting any account, book or document of this Corporation, except as conferred by Statute, unless authorized by resolution of the Board of Directors. The Corporation, in its By-laws, confers power upon its Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute. Both Stockholders and Directors shall have the power, if the By-laws so provide, to hold their respective meetings and to have one or more offices, within or without the State of Florida, and to

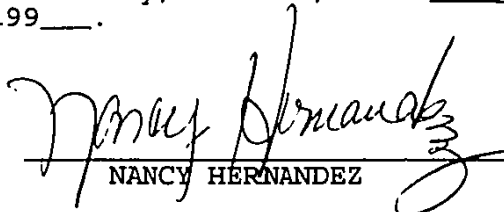
ARTICLE XI (CONT....)

keep the books of this Corporation subject to the provisions of the Statute outside the State of Florida at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or thereafter prescribed by Statute, and all rights conferred upon the Stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the original subscriber to the Capital Stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this _____ day of _____, 199__.



NANCY HERNANDEZ



ATILIO C. FERNANDEZ

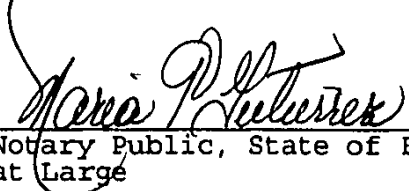
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgements, personally appeared:

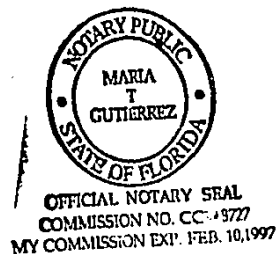
NANCY HERNANDEZ AND ATILIO C. FERNANDEZ

who after being duly sworn by me, depose and say that they signed the above and foregoing Certificate of Incorporation for the purpose therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida this 26th day of March A.D. 1997.



Notary Public, State of Florida
at Large



FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
97 APR 24 PM 3:33

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ~~A 1~~ - *INTERNATIONAL TRANSPORT, INC.* desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named ATILIO C. FERNANDEZ, located at 5053 SW 128th Place, Miami, Florida 33175, County of Dade, as its agent of process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Atilio C. Fernandez
ATILIO C. FERNANDEZ