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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)385-6761

FAX #:

NAME: EXCLUSIVE INTERNATIONAL CARGO, INC. AUDIT NUMBER.....H97000007360 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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** ENTER 'M' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF EXCLUSIVE INTERNATIONAL CARGO , INC.**

ARTICLE I - NAME

The name of this corporation is EXCLUSIVE INTERNATIONAL CARGO INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This corporation is organized for any lawful business it may choose to undertake pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of stock with a One Dollar (\$1.00) par value, which said shares shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9125 SW 77 Avenue, Suite A-803, Miami, Florida 33156. The name of the Initial Registered Agent of this corporation is Jesus Julian Rivas, and his address is 9125 SW 77 Avenue, Suite A-803, Miami, Florida 33156. THE MAILING ADDRESS OF THIS CORPORATION IS THE SAME.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Initial Directors. The number of all directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the Initial Director of this corporation is:

Jesús Julian Rivas President & Treasurer 9125 SW 77 Avenue, Suite A803
Miami, Florida 33156

Prepared by:
Pablo Perez, Esq.
800 Douglas Road, Suite 315
Coral Gables, Fl. 33134
305-445-7666
Fla. Bar #771635

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Martin Laburu VicePresident & Secretary 9125 SW 77 Avenue, Suite A803
Miami, Florida 33156

ARTICLE VII - INCORPORATION

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

Jesus Julian Rivas
9125 SW 77 Avenue, Suite A803
Miami, Florida 33156

ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation and amendment thereof and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of April, 1997.



Jesus Julian Rivas

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STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Jesus Julian Rivas to me well known and known to me to be the person described in and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 24th day of April, 1997.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



LUIS PEREZ
My Commission 00000000
Expires Aug. 08, 1998
Bonded by H&B
000-000-0000

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

24th day of April, 1997.

**I HEREBY AM FAMILIAR WITH AND ACCEPT
THE DUTIES AND RESPONSIBILITIES AS
REGISTERED AGENT FOR SAID CORPORATION.**

BY:


Jesus Julian Rivas

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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