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May 17, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
97 MAY 22 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: ***Incorporation of WOLF FREIGHT SYSTEMS, INC.***

To Whom it May Concern:

9000002193119--2  
-05/28/97-01050--021  
\*\*\*\*122.50 \*\*\*\*122.50

Attached please find a check for \$122.50 for the registration of the aforementioned corporation.

Should you have any questions, please feel free to contact me.

Very truly yours,



ALEXANDER E. BORELL

Attachment  
010697.2

9N5-23-97

**ARTICLES OF INCORPORATION**  
**OF**  
**WOLF FREIGHT SYSTEMS, INC.**

**FILED**  
97 MAY 22 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I.**  
**NAME**

The name of the Corporation is: **WOLF FREIGHT SYSTEMS, INC.**

**ARTICLE II.**  
**DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III.**  
**NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

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

**ARTICLE IV.**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100) shares, all of which shall be common stock having a par value of ONE (\$1.00) DOLLAR per share.

**ARTICLE V.**  
**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI.**  
**REGISTERED OFFICE**

The street address of the initial registered agent of the Corporation is:

**3929 Ponce De Leon Blvd.**  
**Coral Gables Florida 33134**

The name of the registered agent at such address is:

**ALEXANDER E. BORELL, Esquire**

**P.O. Box 526500  
Miami Florida 33152-6500**

**ARTICLE VIII.  
DIRECTORS**

The initial Board of Directors of the Corporation shall consist of 1 member. Changes in the number of members comprising the Board of Directors shall be made by amendment to the Corporation's By-laws.

The names and address for the four (4) members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
<b>JOHAN JACOBSON</b>	<b>P.O. Box 526500 Miami Florida 33152</b>
<b>ALFREDO SILVA</b>	<b>P.O. Box 526500 Miami Fl 33152</b>
<b>EDUARDO CAMPOS</b>	<b>P.O. Box 526500 Miami Fl 33152</b>
<b>MICHAEL LOPEZ</b>	<b>P.O. Box 526500 Miami Fl 33152</b>

**ARTICLE IX.  
INCORPORATOR**

<u>NAME</u>	<u>ADDRESS</u>
<b>ALEXANDER E. BORELL</b>	<b>3929 Ponce De Leon Blvd. Coral Gables Florida 33134</b>

**ARTICLE X.  
OFFICERS**

The names and addresses and title of the initial officer(s) of the Corporation are:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
<b>JOHAN JACOBSON/ President and Director</b>	<b>P.O. Box 526500 Miami Florida 33152</b>

EDUARDO CAMPOS Treasurer  
and Director

P.O. Box 526500  
Miami Fl 33152

MICHAEL LOPEZ Secretary  
and Director

P.O. Box 526500  
Miami Fl 33152

**ARTICLE XI.**  
**INDEMNIFICATION**

The Corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE XII.**  
**REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER**  
**PRE-INCORPORATION EXPENSES; ADOPTION OF CONTRACTS**

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its Director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The Director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

**ARTICLE XIII.**  
**RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any rights inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this  
17 day May, 1997.

  
ALEXANDER E. BORELL, INCORPORATOR

STATE OF FLORIDA    }  
                                  {s.s.  
COUNTY OF DADE    }

THE FOREGOING instrument was acknowledged before me this 17 day of May,  
1997 by ALEXANDER E. BORELL, as Incorporator of WOLF FREIGHT SYSTEMS, INC.,  
on behalf of the corporation, who has produced his driver's license as identification (or is personally  
known to me) and did (did not) take an oath.



FILED

97 MAY 22 PM 3:26

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**CERTIFICATION DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA NAMING AGENT UPON WHOM MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST: THAT **WOLF FREIGHT SYSTEMS, INC.**, desiring to organize or qualify under the laws of the Stat of Florida with its principal place of business at the **CITY OF MIAMI, STATE OF FLORIDA**, HAS NAMED **ALEXANDER E. BORELL**, whose address is **3929 Ponce de Leon Blvd., Coral Gables, Florida, 33134**, as its Agent to accept service of process.

SIGNATURE: 

DATE: 5/17/97

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.

SIGNATURE: 

DATE: 5/17/97