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6/26/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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

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NAME: UNITECH CARGO, INC.

AUDIT NUMBER.....H97000010581

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

CERT. OF STATUS..0

PAGES..... 5

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TALLAHASSEE, FLORIDA

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

June 26, 1997

EMPIRE

SUBJECT: UNITECH CARGO, INC.  
REF: W97000014950

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 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) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H97000010581  
Letter Number: 797A00033918

ARTICLES OF INCORPORATION,

H97000010581

OF

UNITECH CARGO, INC.

The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is: UNITECH CARGO, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

a: The receiving, distribution, warehousing and shipping of cargo of any kind.

b: To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located ; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

PREPARED BY:  
CARLOS R. BUSQUETS, ESQ.  
782 N.W. LE JEUNE ROAD, SUITE 632  
MIAMI, FLORIDA 33126  
PHONE: (305) 448-1200  
FLORIDA BAR NO. 205370

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TALLAHASSEE, FLORIDA

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c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity. d. To engage in any or all lawful activity and to institute and promote commercial, mercantile, financial and industrial enterprises, and for the purposes of transacting any or all lawful business.

#### ARTICLE IV - POWERS

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

#### ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of \$1.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

#### ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

#### ARTICLE VII- STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. PRINCIPAL OFFICE.

The street address of the corporation's initial registered office and principal office is: 782 N.W. LE JEUNE

ROAD, SUITE 538, MIAMI FLORIDA 33126, and the name of the  
initial registered agent of the corporation at that office  
is: GONZALO VASQUEZ

ARTICLE VIII- INITIAL BOARD  
OF DIRECTORS

This Corporation shall have ONE Directors initially.  
The number of Directors may be either increased or diminished  
from time to time by the bylaws. The names and addresses of  
the initial Directors of this Corporation until the first  
annual meeting of shareholders or until their successors are  
elected and qualified are:

N A M E	A D D R E S S
GONZALO VASQUEZ	782 N.W. LE JEUNE ROAD SUITE 538 MIAMI, FLORIDA 33126

ARTICLE IX - INCORPORATOR

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

N A M E	A D D R E S S
GONZALO VASQUEZ	782 N.W. LE JEUNE ROAD SUITE 538 MIAMI, FLORIDA 33126

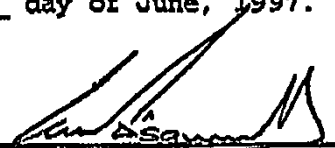
ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal  
any provisions contained in these Articles of Incorporation,  
or any amendment hereto, and any right conferred upon the

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shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23<sup>rd</sup> day of June, 1997.

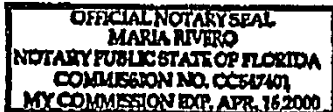
  
GONZALO VASQUEZ


STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared GONZALO VASQUEZ, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator. and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth. (  ) who is personally known to me or (  ) who has produced \_\_\_\_\_

identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 23<sup>rd</sup> day of June, 1997.



  
NOTARY PUBLIC, STATE OF FLORIDA  
MARIA RIVERO  
PRINT NAME:

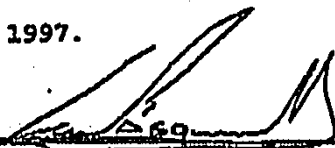
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HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR: UNITECH CARGO, INC., AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED THIS 23<sup>rd</sup> DAY OF June, 1997.

  
(REGISTERED AGENT)  
GONZALO VASQUEZ

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