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FLORIDA DIVISION OF CORPORATIONS  
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FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DAY & NIGHT TRUCKING SERVICES, INC.  
AUDIT NUMBER.....H97000011187  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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ARTICLES OF INCORPORATION

OF

DAY & NIGHT TRUCKING SERVICES, INC.

The undersigned subscriber(s) of these Articles of incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this corporation is:

DAY & NIGHT TRUCKING SERVICES, INC

ARTICLE II  
NATURE OF BUSINESS

The general nature of the business to be transacted and the object of this corporation is to engage in any and all business permitted under the laws of the State of Florida.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purpose of the company, and to secure the same at such rates of interest as the Corporation may determine, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal, rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

This document was prepared by:  
Angel Ruiz, Esquire  
1835 West Flagler St. #201  
Miami, Florida 33135  
Florida Bar # 886807

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ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

One Thousand (1000) shares at One Dollar (\$1.00) Dollars par value

ARTICLE IV

The amount of stated capital with which this corporation will begin business is not less than:

ONE THOUSAND (\$1,000.00) DOLLARS

ARTICLE V  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI  
ADDRESS

The initial Post Office address of the principal office of this corporation in the State of Florida is:

9221 S.W. 24TH TERRACE  
MIAMI, FLORIDA 33165

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII  
DIRECTOR(S)

The number of Directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

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ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The name and post office address of the member of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Corporation Law of the State of Florida, shall hold office for the first year of corporation's existence, or until his/their successors are elected and have qualified, are:

ANA C. DIEZ-ARGUELLES

PRESIDENT/SECRETARY/TRASURER

ARTICLE IX  
SUBSCRIBERS

The name(s) and post office address(es) of each subscriber of these Articles of Incorporation:

NAME

ADDRESS

ANA C. DIEZ-ARGUELLES  
(500 SHARES)

9221 S.W. 24TH TERRACE  
MIAMI, FLORIDA 33165

ARTICLE X  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Director(s), proposed by them to the Stockholders, and approved at a Shareholder's meeting by majority of the shares entitled to vote hereon.

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**ACKNOWLEDGEMENT**

Having been named to accept service of process for  
DAY & NIGHT TRUCKING SERVICES, INC., in the place designated in  
this article, I hereby accept to act in this capacity and agree to  
comply with the provisions of said act relative to keeping open  
said office.

  
Registered Resident Agent  
ANA C. DIEZ-ARGUELLES

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY, that on this day before me, a Notary  
Public, duly authorized to administer oaths and take  
acknowledgements, personally appeared: ANA C. DIEZ-ARGUELLES, who  
produced the following forms of identification: DL, D262-003-64-8880  
or personally known to me to be the person described as  
and who executed the foregoing Articles of Incorporation, and  
acknowledged before me that she subscribed to those Articles of  
Incorporation.

WITNESS, our hand and seal in the County and State named  
above, this 8<sup>th</sup> day of July, 1997.

  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



MITZALONSC  
My Commission OC36847  
Expires Apr. 19, 1998  
Sundered by HAI  
800-422-1888

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ARTICLE XI  
DESIGNATION OF REGISTERED RESIDENT AGENT

That, ANA C. DIAZ-ARGUELLES, located at 9221 S.W. 24th Terr., Miami, State of Florida, is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

ARTICLE XII  
PRE-EMPTIVE RIGHTS

Any Shareholder or the corporation desiring to sell his/her shares in the corporation, shall first offer those shares to the other Shareholders upon the same terms and conditions as the shares are being offered to Non-Shareholders. Any other Shareholders wishing to purchase the offered shares, shall exercise their right of first refusal within thirty (30) days of receipt of a written offer to sell. Thereafter, the selling Shareholder shall be free to sell his shares to any Non-Shareholder upon the same terms and conditions as were offered to the remaining Shareholders.

I, THE UNDERSIGNED, being the original subscriber herein above 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 accordingly have hereunto set my hand and seal this 8<sup>th</sup> day of JULY, 1997.

  
ANA C. DIAZ-ARGUELLES

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