

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DAY & NIGHT TRUCKING SERVICES, INC.

AUDIT NUMBER...... H97000011187

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

CERT. OF STATUS...O

PAGES..... 6

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H 97000011187 ARTICLES OF INCORPORATION

OP.

DAY & MIGHT 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

The name of this corporation is:

DAY & HIGHT TRUCKING SERVICES, INC.

ARTICLE II MATURE 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. #203
Miami, Florida 33135
Plorida Bar # 886807

H97000011187

ARTICLE III

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:

DNE THOUSAND (\$1,000.00) DOLLARS

ARTICLE Y TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

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).

H 97000011187 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 succesors are elected and have qualified, are:

ANA C. DIEZ-ARGUELLES

PRESIDENT/SECRETARY/TRASURER

ARTICLE IX

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

KAKE

ADDRESS

ANA C. DIEZ-ARGUELLES (500 SHARES) 9221 S.W. 24TH TERRACE MIRMI, FLORIDA 33165

ARTICLE X

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 sharec 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. DEZ-ARGUELLES

STATE OF PLORIDA

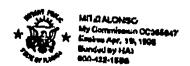
COUNTY OF DADE

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: by. Diez-003-64-742 o
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.

above, this State day of July 1997.

MOTARY POBLIC, STATE OF PLORIDA

MY COMMISSION PERIRES:



H97000011187

DESIGNATION OF REGISTRRED RESIDENT AGREET

That, AMA 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 ALL 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 Sharsholders 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.

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 State day of MULX, 1997.