

997000084081



ACCOUNT NO. : 072100000032

REFERENCE : 546557 8437A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 29, 1997

ORDER TIME : 11:03 AM

ORDER NO. : 546557-005

CUSTOMER NO: 8437A

500002306115--8
-09/29/97--01104--015
****122.50 ****122.50

CUSTOMER: Ms. Martiza S. De Puzo
BAUR MILLER & WEBNER, PA

21st Floor New World Tower
100 North Biscayne Boulevard
Miami, FL 33132

DOMESTIC FILING

NAME: ADVANTAGE CARGO SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 SEP 29 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN SEP 29 1997

**ARTICLES OF INCORPORATION
OF
ADVANTAGE CARGO SERVICES, INC.**

FILED
97 SEP 29 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

ADVANTAGE CARGO SERVICES, INC.

The principal place of business of this corporation initially shall be 100 N. Biscayne Blvd., 21st Floor New World Tower, Miami, FL 33132.

ARTICLE II

NATURE OF BUSINESS

This corporation may transact customs brokerage business in accordance with all applicable laws and regulations, and in particular may engage in those activities involving transactions with United States Customs concerning the entry and admissibility of merchandise, its classification and valuation; the payment of duties, taxes or other charges assessed or collected by Customs upon merchandise by reason of its importation or the refund, rebate, or drawback thereof; the preparation of documents or forms in any format; the electronic transmission of documents, invoices, bills, or parts thereof, intended to be filed with Customs in furtherance of such activities and activities relating to such preparation; and it also may generally engage in or transact any and all lawful activities or business for which corporations may be incorporated under the Florida Business Corporation Act and that are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III.

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

ADDRESS

The street address of the initial registered office of the corporation is 100 N. Biscayne Blvd., 21st Floor New World Tower, Miami, FL 33132.

The name of the initial registered agent of the corporation at that address is Frederick Woodbridge, Jr., Esq.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial member of the Board of Directors is:

Mohamed S. Latif

ARTICLE VII.

INCORPORATOR

The name and street address of the incorporator executing these Articles of Incorporation is:

Frederick Woodbridge, Jr., Esq.
100 N. Biscayne Blvd.
21st Floor New World Tower
Miami, FL 33132

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles for the uses and purposes therein stated.

A handwritten signature in cursive script, appearing to read "Frederick Woodbridge, Jr.", written over a horizontal line.

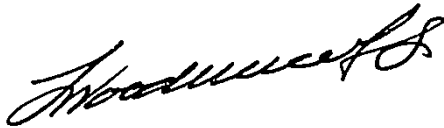
Frederick Woodbridge, Jr.
Incorporator

ADVANTAGE CARGO SERVICES, INC.

ACCEPTANCE TO SERVE AS REGISTERED AGENT

The undersigned, FREDERICK WOODBRIDGE, JR., having been named as registered agent and to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby accepts the appointment as registered agent and agrees and consents to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the duties and obligations of his position as registered agent.

DATED this 25TH day of September, 1997.



Frederick Woodbridge, Jr.

FILED
97 SEP 29 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA