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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA ACCT#: 105404002242
CONTACT: JULIO C EXQUIVEL
PHONE: (813)977-5203 FAX #: (813)632-2797

NAME: U.S. CARGO MAX SERVICES, INC.
AUDIT NUMBER.....H97000018485
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 6, 1997

TAMPA CORPORATE SERVICES INC

SUBJECT: U.S. CARGO MAX SERVICES, INC.
REF: W97000025229

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.

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Becky McKnight
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
U.S. Cargo Max Services, Inc.

Article II. Address

The mailing address of the Corporation is:
U.S. Cargo Max Services, Inc.
7950 NW 14th St.
Miami FL 33126

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Alex Gonzalez
701 Brickell Avenue
Suite 3000
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Vivian Weaver

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647
(813) 977-5203

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 6, 1997.

The undersigned incorporator executed these Articles of Incorporation on November 6, 1997.



CORPORATE CREATIONS

Stacy R. Costner Vice President

Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647
(813) 977-5203

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

U.S. Cargo Max Services, Inc.

REGISTERED AGENT/OFFICE:

Alex Gonzalez
701 Brickell Avenue
Suite 3000
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ALEX GONZALEZ

by Stacy R. Costner as attorney-in-fact

Date: November 6, 1997

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