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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: QUEEN CARGO CORP.

AUDIT NUMBER.....H98000000930

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 16, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: QUEEN CARGO CORP.
REF: W98000001180

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.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

If you have any further questions concerning your document, please call (850) 487-6924.

Sharon Tala
Document Specialist Supervisor

FAX Aud. #: H98000000930
Letter Number: 798A00002665

98 JAN 20 AM 7:49

**ARTICLES OF INCORPORATION
OF**

QUEEN CARGO CORP.

The undersigned incorporators, for the purpose of forming a corporation, under the Florida General Corporation Act., hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **QUEEN CARGO CORP.**

The principal place of business shall be: 8324 N.W. 56th St. Miami, Fl 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the Laws of the United States, the State of Florida.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 500 shares of \$ 1.00 which shall be designated _____
"Common Shares".

ARTICLE IV TERM OF EXISTENCE

The laws of the State of Florida. The date on which corporate existence shall begin of the State of Florida. This corporation is to exist perpetually, unless sooner dissolved in accordance with the date on which these Articles of Incorporation are filed with the Secretary of State.

Prepared by: Juan Figueroa
1511 East 4th Ave.
Hialeah, Fl 33010
(305) 885-7788

ARTICLE V OFFICERS DIRECTORS

The name and street addresses of the initial Officers and Directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Sandy C. Diaz Fl 33183	President	8600 S.W. 133 AVE. Ap424 Miami
Patricia Bailon	Vice President	9765 S.W. 155 CT. Miami Fl 33196
Rene Bailon	Secretary	9765 S.W. 155 CT. Miami Fl 33196
Jose Luis Diaz Fl 33183	Treasurer	8600 S.W. 133 AVE. Ap424 Miami

ARTICLE VI INCORPORATORS

The name and street addresses of the incorporators to these Articles of Incorporation, are:

Sandy C. Diaz	8600 S.W. 133 AVE Ap424 Miami Fl 33183
Patricia Bailon	9765 S.W. 155 CT. Miami Fl 33196
Rene Bailon	9765 S.W. 155 CT. Miami Fl 33196
Jose Luis Diaz	8600 S.W. 133 AVE Ap424 Miami Fl 3318

ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporators has have
executed these Articles of Incorporation, this 13th day of January,
1998.

Sandy C. Diaz
Sandy C. Diaz - President

Patricia Bailon
Patricia Bailon - V/President

Rene Bailon
Rene Bailon - Secretary

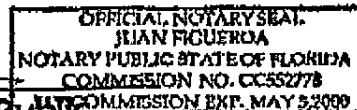
Jose Luis Diaz
Jose Luis Diaz - Treasurer

STATE OF FLORIDA
COUNTY DADE

THE FOREGOING instrument was aknowledged and sworn to before
me this 13th day of January, 1998, by Sandy C. Diaz, Patricia Bailon,
Rene Bailon and Jose Luis Diaz, of QUEEN CARGO CORP.

Juan Figueroa

Notary Public



My commission expires:

98 JAN 20 AM 7:50

CERTIFICATE DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designation the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is: QUEEN CARGO CORP.
2. The name and address of the Registered Agent and Office is:

Sandy C. Diaz
8600 S.W. 133 AVE. Ap424,
Miami Fl 33183.


Sandy C. Diaz - President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE.

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Sandy C. Diaz