

FROM : TAXSMART INC JIM SIERRA ASSOC PHONE NO. : 305 271 4422

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: JIM SIERRA & ASSOCIATES
CONTACT: JIM SIERRA
PHONE: (305)271-7310

ACCT#: 110677000356

FAX #: (305)271-4422

NAME: POINTER INT'L FORWARDERS, INC.

AUDIT NUMBER.....H98000012254

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

CERT. OF STATUS..0

PAGES.....4

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

- OF -

POINTER INT'L FORWARDERS, INC.

We, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

POINTER INT'L FORWARDERS, INC.

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ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDREDS (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

Prepared by:
JIM SIERRA & ASSOCIATES
9290 SUNSET DR STE 105
MIAMI, FL 33173
TEL. (305) 271-7310
FAX. (305) 271-4422

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ARTICLE VI

The initial street address of the principal office of the corporation shall be:

4851 NW 79TH AVE SUITE 7
MIAMI, FL 33166

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The name and street address of the member of the first Board of Directors of this corporation are as follows:

| | |
|---------------|---|
| MARIA A RAMOS | 8255 SW 141 ST ST MIAMI, FL 33158 |
| EDUARDO RAMOS | 9850 NW 43 RD TER MIAMI, FL 33178 |

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

| | |
|---------------|---|
| MARIA A RAMOS | 8255 SW 141 ST ST MIAMI, FL 33158 |
| EDUARDO RAMOS | 9850 NW 43 RD TER MIAMI, FL 33178 |

ARTICLE X


The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

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IN WITNESS WHEREOF, the undersigned MARIA A RAMOS AND EDUARDO RAMOS, being natural person(s), competent to contract, have here unto set his/their hands and seal this 30 June, 1998.



MARIA A RAMOS

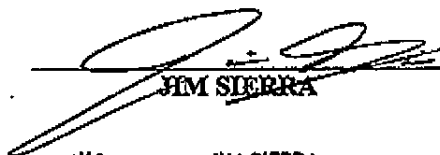


EDUARDO RAMOS

STATE OF FLORIDA) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared MARIA A RAMOS AND EDUARDO RAMOS, known and known to me, to be the person(s) described herein and who executed the foregoing Article of Incorporation, and he/she/they acknowledged before me that he/she/they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 30 June, 1998



JIM SIERRA

My commission expires:



JIM SIERRA
COMMISSION # CC 672706
EXPIRES OCT 7, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

H98000012254

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: POINTER INT'L FORWARDERS, INC.

WITH ITS PLACE OF BUSINESS AT 4851 NW 79TH AVE STE 7

HAS NAMED JIM SIERRA
(Name of registered Agent)

LOCATED AT 9290 SUNSET DR STE 105 MIAMI, FL 33173
(Street address and number of building - PO Box address ARE NOT acceptable)

CITY OF MIAMI, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE 
(Corporate Officer) MARIA A RAMOS

TITLE President

DATE June 30, 1998

I, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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.

SIGNATURE 
(Registered Agent) JIM SIERRA

DATE June 30, 1998

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SECRETARY OF STATE
TALLAHASSEE FLORIDA