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MANUEL GARCIA-RUBIO
ATTORNEY AT LAW
9630 SW 9TH TERR
MIAMI, FL 33174

July 2, 1998

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, Fl. 32314

800002581148--2
-07/07/98--01020--003
****122.50 ****122.50

Enclosed please find two sets of the incorporation papers
of:

Global Cargo Servic Corp.

and a check in the amount of \$ 122.50 for the filling fees,
and for a certified copy to be mailed to:

Please mail copy to:

Manuel Garcia-Rubio
Attorney at Law
9630 SW 9th Terr
Miami, Fl 33174

FILED
98 JUL -7 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QW 7-8-98

ARTICLES OF INCORPORATION

OF

GLOBAL CARGO SERVICE CORP.

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

ARTICLE I NAME

The name of the corporation shall be:

GLOBAL CARGO SERVICE CORP.

The principal place of business of this corporation shall be:

777 NW 72ND AVE #3D13 MIAMI FL. 33126

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, or any other state, country, territory or nation.

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 common stock of One Dollar (\$1.00) Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetual.

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TALLAHASSEE, FLORIDA

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President

Nelson Perez
777 NW 72 Ave # 3D13
Miami, Fl. 33126

Secretary

Ismael Lopez
14245 SW 57 Ln #7
Miami, Fl. 33183

ARTICLE VI INCORPORATORS

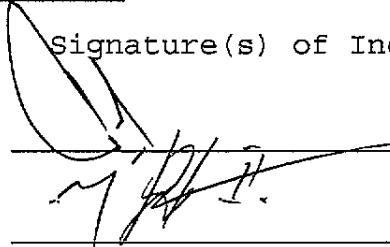
The name(s) and street address(es) of the incorporator(s) to this article of incorporation is(are):

Nelson Perez
777 NW 72 Ave # 3D13
Miami, Fl. 33126

Ismael Lopez
14245 SW 57 Ln #7
Miami, Fl. 33183

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1 day of July, 1998.

Signature(s) of Incorporator(s)



A handwritten signature, likely of Nelson Perez, is written over a horizontal line. The signature is in dark ink and appears to be a stylized representation of the name.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

GLOBAL CARGO SERVICE CORP.

2. The name and address of the registered agent and office is:

Ismael Lopez
14245 SW 57 Ln #7
Miami, Fl. 33183

SIGNATURE _____

TITLE _____

DATE _____

HAVING BEEN NAMED AS REGISTER AGENT AND 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 607.0501, FLORIDA STATUTES.

SIGNATURE _____

DATE _____

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA