

P98000076538

15870 SW105 Ave.
Miami, FL 33157

August 25, 1998

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

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-08/31/98--01019--011
****122.50 ****122.50

Dear Sirs:

Enclosed for filing pleas find original and copy Articles for WINKA
CARGO SERVICES, INC. together with my check in the sum of \$122.50
for the relevant fees

Kindly process this matter with your usual promptness.

Sincerely yours,



Clayton G. Roach

CGR:odw

FILED
98 AUG 31 AM 11:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SEP 2 1998
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**ARTICLES OF INCORPORATION
OF
WINKA CARGO SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be Winka Cargo Services.

The principal place of business of this corporation shall be: at 15870 SW105 Avenue, Miami, FL 33157

This address is also the address of the Registered Agent.

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.

The general nature of the business to be transacted by the corporation is:

- A. To provide any and all services pertaining to the shipping, freight forwarding cargo, and custom brokerage services.
- B. To purchase, lease, exchange, hire, or otherwise acquire lands or any interest therein, wherever situated, to erect, construct, rebuild, enlarge, alter, improve, maintain, manager and operate any lands owned or leased by the corporation, buildings or other works owned, leased, managed or controlled by the corporation, to engage generally in the real estate business, as principal, agent, broker or otherwise, and generally to buy, sell, lease, mortgage, exchange, manage, operate and deal in lands or interest in lands, houses, structures, buildings or other works; and to purchase, acquire, hold exchange, pledge, hypothecate, sell, deal in, deal with, and dispose of tax liens transfers of tax liens, and any other interests in real estate.

Other evidences of indebtedness and executes such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

- C. To purchase the corporate assets of another corporation and engage in the same or other character of business.
- D. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares for the capital stock of, or any bonds, securities, or other evidences of the indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- E. To exercise all powers convenient, incident to, or necessary in the proper conduct of its business, which are granted to corporations for profit under the laws of the State of Florida, either by the terms of this charter or by virtue of the laws of the State of Florida.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$2.00 per share; all shares shall be paid in full money of the United States of America in property, corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV: TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V: AMENDMENTS

These Articles of Incorporation may be amended by a majority of the Board of Directors.

ARTICLE VI: 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):

Linford Codling & Yvonne Codling
15870 SW105 Ave
Miami, FL 33157

ARTICLE VII: CONFLICT OF INTEREST

NO contract or other transaction between this Corporation and no other act of this Corporation shall, in the absence of fraud, in any way be affected or invalidated by the fact that any of the officers, stockholders or directors of this corporation are pecuniary or any officer, stockholder or director of this corporation individually or any firm or association of which any officer, stockholder or director may be a member, may be a pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact the individual or such firm or associations so interested shall be disclosed or shall have been known to the Board of Directors at which action upon any such contract or transaction shall be taken: of any director of this corporation who is also a director or officer of such other corporation or who is so interested at any meeting of the Board of Directors which shall authorize any such contract or transaction, with like force and effect as if he were corporation may vote upon any contract or other transaction between this corporation and any subsidiary or affiliated corporation with regard to the fact that he is also a director of such subsidiary or affiliated corporation.

Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of section 617.0501, 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: Winka Cargo Services
2. The name and address of the registered agent and office is:

Clayton G. Roach

C/o 15870 SW 105 Ave.

Miami, FL 33157

SIGNATURE

CLAYTON G. ROACH

ADDRESS: 15870 SW105 AVENUE
MIAMI, FL 33157

DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE

August 27, 1998

sworn and acknowledged before me this day of

Clayton G. Roach

STATE OF FLORIDA
COUNTY OF DUVAL

NOTARY PUBLIC

Anieta M. Snipes

MY COMMISSION EXPIRES-

2-19-02



Anieta M. Snipes
Notary Public, State of Florida
My Commission Exp. February 19, 2002
Comm. No. CC718394