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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

STAR ALLIANCE CARGO, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

Star Alliance Cargo, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), 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:

Star Alliance Cargo, Inc.

The principal place of business of this corporation shall be:

6521 NW 87 Avenue Miami, FL 33178

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 value that this corporation is authorized to have outstanding at any one time

400 Shares at \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

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):

Director: Alfredo Tauszky
6521 NW 87 Avenue
Miami, FL 33178

Director: Mayde Montesano
6521 NW 87 Avenue
Miami, FL 33178

Director: Ramon Montesano
6521 NW 87 Avenue
Miami, FL 33178

Prepared By: Michael I. Santucci, Esq.
FBN #0105160
5201 NW 74th Avenue
Miami, FL 33166
Tel: 1-800-714-6191

ARTICLE VI INCORPORATOR(S)

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

Ramon Montesano
6521 NW 87 Avenue
Miami, FL 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 3rd day of November, 1998

Signature(s) of Incorporator(s)

Ramon Montesano

CERTIFICATE OF 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 designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

Star Alliance Cargo, Inc.

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

Ramon Montesano
6521 NW 87 Avenue

(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33178

(CITY/STATE/ZIP)

SIGNATURE

Ramon Montesano

TITLE Director

DATE 12-03-98

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.

SIGNATURE

Ramon Montesano

DATE 12-03-98

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TALLAHASSEE, FLORIDA