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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- SOUTH RIVER CARRIERS INC.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #) **000002753350-4**
 -01/25/99-01086-022
- _____
 (Corporation Name) (Document #) *******78.75 *****78.75**

- Walk in Pick up time 2.00 Certified Copy
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 99 JAN 25 AM 11:45
 DIVISION OF CORPORATION

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTH RIVER CARRIERS, INC.

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

ARTICLE I NAME

The name of the Corporation shall be:

SOUTH RIVER CARRIERS, INC.

ARTICLE II PRINCIPAL OFFICE

This principal place of business and mailing address of this corporation shall be:

11500 N.W. SOUTH RIVER DR.
MEDLEY, FLORIDA 33178

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation authorized to have outstanding at one time is:

500 SHARES AT \$ 1.00 EACH

ARTICLE IV-INITIAL REGISTERED AGENT AND

ADDRESS:

The name and address of the initial registered Agent is:

JESUS FERNANDEZ
1874 N.W. FLAGLER TERR
MIAMI, FLORIDA 33125.

ARTICLE V-INCORPORATOR(S)

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

JESUS M FERNANDEZ.-PRESIDENT/SECRETARY 100% SHARES
1874 N.W. FLAGLER TERR
MIAMI, FLORIDA 33125

The undersigned has (have) executed these Articles of Incorporation this:

19 day of JANUARY, 1999

JMF
Signature/Title PRESIDENT

Signature/Title

Signature/Title

Signature/Title

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: SOUTH RIVER CARRIERS, INC.

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

JESUS M FERNANDEZ

(NAME)

1874 N.W. FLAGLER TERR

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33125.

(CITY/STATE/ZIP)

SIGNATURE *Jesús M. Fernández*

(Corporate officer)

TITLE PRESIDENT

DATE 1-19-99

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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 COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Jesús M. Fernández*

DATE 1-19-99