

P99000020881

February 15, 1999

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32303

RE:Caribbean Logistics Inc.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles of Caribbean Logistics Inc and our check in the amount of \$70.00 as follows:

Filing Fee	\$35.00
Registered Agent	\$35.00
Total	\$70.00

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*****70.00 *****70.00

Respectfully Submitted,

Sandra Polynice

Sandra Polynice

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 5 1999

N99000020881
00624

March 03, 1999.

Florida Department of State
Division of Corporations
P.O.. Box 6327
Tallahassee, Florida. 32314

Attention : Barbara Brock/Document Specialist
Re : Letter Number : 299A00008598
Ref : W99000004658/Caribbean Logistics Inc

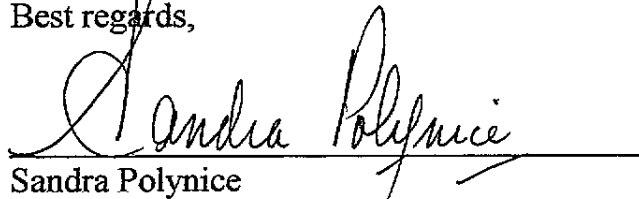
Dear Ms. Brock,

Thank you for your letter dated February 24, 1999 advising us that the documents filing for above-mentioned company had been sent unsigned.

We apologize for the inconvenience and are hereby returning them for processing along with this cover letter indicating our coordinates as asked.

Thank you in advance for your cooperation.

Best regards,

A handwritten signature in cursive script, reading "Sandra Polynice", is written over a horizontal line.

Sandra Polynice
2778 NW 196th Street
Miami, Florida. 33056
Tel : (305) 623-5023



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 24, 1999

SANDRA POLYNICE
8525 N.W. 53RD TERRACE #105
MIAMI, FL 33166

SUBJECT: CARIBBEAN LOGISTICS INC
Ref. Number: W99000004658

We have received your document for CARIBBEAN LOGISTICS INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 299A00008598

ARTICLES OF INCORPORATION

of

Caribbean Logistics Inc.

ARTICLE I

NAME

The name of this corporation is Caribbean Logistics Inc.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, each at \$5.00 par value.

ARTICLE IV

INITIAL REGISTERED OFFICE & AGENT

The name of the initial registered agent of this corporation is, together with the agent's address which is the street address of the initial registered office of the corporation:

Sandra Polynice
8525 N.W. 53rd Terrace #105
Miami Fla 33166

The street address of the office of this corporation and the business office of its registered agent are identical.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

BOARD OF DIRECTORS

This corporation shall have at least one director. The incorporator shall serve as the initial director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws.

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

Sandra Polynice
8525 N.W. 53rd Terrace #105
Miami Fla 33166

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII

BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE IX

CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of acknowledgement and subscription of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17 TH day of FEBRUARY, 1999.

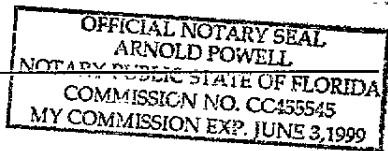
X Sandra Polynice
Incorporator

BEFORE ME, a Notary Public authorized to make acknowledgements in the state and county set forth above, personally appeared Sandra Polynice known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Caribbean Logistics Inc who acknowledged before me that she executed those Articles of Incorporation.

esard, this 11 day of FEBRUARY

Arnold Lowell

My Commission Expires:



The undersigned hereby accepts the appointment to serve as registered agent of Caribbean Logistics Inc.

This acceptance is dated the 17TH day of FEBRUARY 1999.

1999.
X Sandra Polynice

Sandra Polynice

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA