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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TOTAL CARRIER SERVICES, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TOTAL CARRIER SERVICES, INC.

ARTICLE I - NAME/PRINCIPAL OFFICE ADDRESS

The name of the corporation shall be TOTAL CARRIER SERVICES, INC., and its principal address shall be: 2913 N.W. 79th Avenue, Miami, Florida 33122.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - SHARES OF STOCK/PAR VALUE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One hundred (100) shares at \$.001 value for each share.

ARTICLE IV - REGISTERED AGENT

The following is designated as resident agent for the corporation:

Liliana V. Avellan, Esq.
201 Alhambra Circle, Suite 500
Coral Gables, Florida 33134-5107

ARTICLE V - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders. The names and addresses of the initial Directors are:

Guido Guerra 2913 N.W. 79th Avenue, Miami, Florida 33122
Juan F. Gonzalez 2913 N.W. 79th Avenue, Miami, Florida 33122

This instrument was prepared by:
Liliana V. Avellan, Esq.
Florida Bar No.: 987735
Garcia & Avellan, P.A.
201 Alhambra Circle, Suite 500
Coral Gables, Florida 33134-5107
Tel. (305) 447-0026

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ARTICLE VI - PRE-EMPTIVE RIGHT

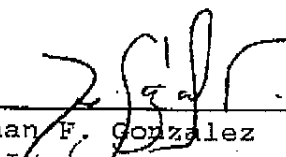
Every stockholder shall on the sale for cash of any new stock of the same class as that which he already holds, have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INCORPORATOR

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

Juan F. Gonzalcz 2913 N.W. 79th Avenue, Miami
Florida 33122

Dated 3-16-99




Juan F. Gonzalez
Incorporator

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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 am familiar with and accept the obligations of my position as registered agent.



Liliana V. Avellan
Registered Agent

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