

P99000052352  
TRANSMITTAL LETTER

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

900002896529--2  
-06/07/99--01111--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Heavy-Weight Cargo Group, Corp.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Cecil Costadoni  
Name (Printed or typed)

3925 NW 62nd Ave  
Address

Virginia Gardens FL 33166  
City, State & Zip

305 513-3830  
Daytime Telephone number

Cecil

GAVE

AUTHORIZATION BY PHONE TO  
CORRECT ant VII  
DATE 6-9-99  
DOC. EXAM BR

NOTE: Please provide the original and one copy of the articles.

FILED  
99 JUN -7 AM 7:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER JUN 10 1999

**FILED**

99 JUN -7 AM 7:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Heavy-Weight Cargo Group, Corp**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the Laws of the State of Florida.

**ARTICLE "I" NAME**

The name of this corporation is: **Heavy-Weight Cargo Group, Corp**

**ARTICLE "II" NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be: **Any and all** activities permitted under the Laws of the United States and of the State of Florida.

b) To manufacture, purchase of otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wears, merchandise, real and personal property and services of every class, kind and description.

c) To conduct business in, have one or more offices/branches and buy, hold mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states, districts, territories, countries or colonies.



d) To contract debts, and borrow money, issued and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate properties or other instruments to secure the payment of corporate indebtedness as required.

e) To purchase the corporate assets of any corporation and engage in the same or other characters of business.

f) To acquire by purchase, subscription or otherwise, and to receive, hold own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise, dispose of or deal in and with any of the shares of the capital stock, scrip, warrants, rights, bonds, debentures, trusts, receipts, and others securities, obligations, choices in action and evidence of indebtedness or interest issued or created buy any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government, or by any state, territory, province, municipality, or other political subdivision or by any governmental agency, and as owner thereof to posses and exercise all the rights, powers and privileges of ownership, including the right to execute contents and vote thereon, and to any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in the value thereof.

g) In general, to carry on any others business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Florida upon corporation formed under it Laws, and to do any or all things hereinafter set forth, to the same extent as natural persons might or could do.

### **ARTICLE "III" CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 100 shares at one hundred dollars (\$100,00) per share, \$ 10.000,00.

All the aforementioned stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporates or by the directors at a meeting for such purposes.

## **ARTICLE "IV" INITIAL CAPITAL**

*The amount of capital with which this corporation shall begin business is not less than: \$ 500,00*

## **ARTICLE "V" ADDRESSES**

*The initial post office address of this corporation in the State of Florida is:  
9300 NW 58<sup>th</sup> Street, Suite # 201, Miami, FL 33178.*

*The board of Directors may from time to time move the principal office to any address in Florida.*

## **ARTICLE "VI" DIRECTORS**

*This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed in the by-laws, but shall never be less than two (2).*

*The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in their performance of this duties.*

*The right accruing to any person under the foregoing provisions shall not exclude any other right to which he may lawfully be entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.*

*No contract or other transaction between this corporation and any corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation, any director individually, or any firm of which any directors may be member of and to party to, or maybe pecuniary or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken and any directors of the corporation who also as a director officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.*

## **ARTICLE "VII" INITIAL DIRECTORS/OFFICERS**

*The name and post office addresses of the members of the first Board of Directors are:*

- |   |                                |   |
|---|--------------------------------|---|
| * | <i>President/Director</i>      | <i>Cecil Costadoni<br/>3925 NW 62<sup>nd</sup> Ave.<br/>Virginia Gardens, Fl. 33166</i> |
| * | <i>Vice-President/Director</i> | <i>Erika Costadoni<br/>3925 NW 62<sup>nd</sup> Ave.<br/>Virginia Gardens, Fl. 33166</i> |

## **ARTICLE "VIII" RESIDENT AGENT**

*The name and post office address of the initial Resident Agent is:*

Cecil Costadoni  
9300 NW 58th Street, Suite #201  
Miami, FL 33178

## **ARTICLE "IX" SUBSCRIBERS**

*The name and post office address of the subscriber of these Article of Incorporation is:*

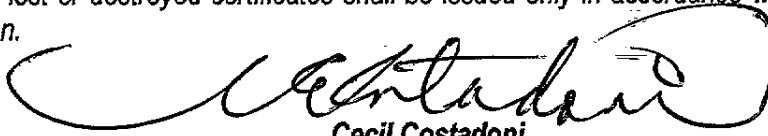
Cecil Costadoni – 3925 NW 62<sup>nd</sup> Ave. Virginia Gardens, Fl. 33166

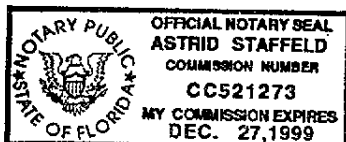
## **ARTICLE "X" AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE "XI" LOST OR DESTROYED STOCK CERTIFICATES**

Stock Certificates to replace lost or destroyed certificates shall be issued only in accordance with the by-laws of this corporation.

  
Cecil Costadoni  
President



Astrid Staffeld  
Miami, June 4, 1999

**CERTIFICATE OF DESIGNATION OF  
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

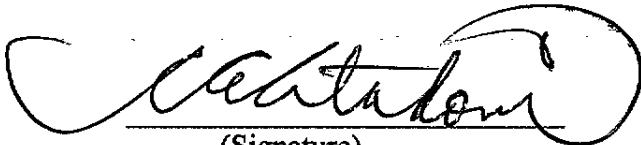
1.- The name of the corporation is: **Heavy-Weight Cargo Group, Corp.**

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

**Cecil Costadoni**  
9300 NW 58<sup>th</sup> Street, Suite # 201  
Miami, FL 33178

**FILED**  
99 JUN -7 AM 7:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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)

6/4/99  
(Date)

**DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL. 32314**



*Astrid Staffeld*  
*Miami, June 4, 1999*