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OFFICE USE ONLY

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

1. INTERNATIONAL, CARGO SERVICES, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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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 OCT 14 AM 11:33
TALLAHASSEE, FLORIDA

FILED
99 OCT 14 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL CARGO SERVICES, INC.**

FILED
99 OCT 14 PM 2:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all powers, rights, privileges, and immunities; and to that end, sets forth by these Articles:

ARTICLE I - NAME

The name of this corporation is **INTERNATIONAL CARGO SERVICES, INC.** (hereinafter referred to as the "Corporation") and its mailing address is 10749 SW 104 Street Miami, FL 33176.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000,000 of One Dollar (\$1.00) par value stock, which shall be designated "Common Shares."

THIS DOCUMENT PREPARED BY:
JAMES & GORDON, P.A.
ACCOUNTING & TAX CONSULTANTS
10749 SW 104TH STREET
MIAMI, FL 33176

ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Delroy Lindsay and the address is 10749 SW 104 Street Miami, FL 33176

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Dr. Albert Thweatt II	10749 SW 104 Street Miami, FL 33176

Patricia Lindsay	10749 SW 104 Street Miami, FL 33176
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(a) Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws of this Corporation.

(b) The business affairs of this Corporation shall be managed by the Board of Directors, and

(c) The Board of Directors shall be shareholders in the Corporation.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended, or repealed by either the shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

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

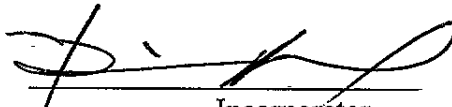
ARTICLE IX - INCORPORATIONS

The name of the person signing these Articles is Delroy Lindsay.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this _____ day of _____, 1999.



Incorporator

INTERNATIONAL CARGO SERVICES, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE, AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH FLORIDA STATUTES 607.034, THE FOLLOWING IS SUBMITTED:

That International Cargo Services, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the city of Miami, County of Dade, State of Florida, has named Delroy Lindsay, whose address is 10749 sw 104 Street Miami, Florida 33176 County of Dade, State of Florida as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS _____ DAY OF _____, 1999

By _____

Registered Agent for

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 OCT 14 PM 2:59

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