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**Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

z. & j. auto transport, inc.

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ARTICLES OF INCORPORATION

OF

Z. & J. AUTO TRANSPORT, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

Z. & J. AUTO TRANSPORT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSES

This corporation is organized for the following purposes:

- a) To transport, carry on. automobiles, heavy and light equipments, trucks, etc.
- b) To purchase, sell, operate, own, hold, import, export automobiles, heavy and light equipments, personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as broker, owner, agent or factor.
- c) In the transportation for others, purchase, sell or acquisition of automobiles ; or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by merchandise, mortgage, pledge or otherwise. The corporation may issue its stocks for any lawful purposes, including the acquisition of any other entity.

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D) To engage any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue THREE HUNDRED (300) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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 - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation; being same the mailing address is 1145 N. W. 30th Place in the city of Miami, Florida 33125, and the name of the initial registered agent of this corporation is ODALYS BASTIDA-MORENO.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) Directors initially. The number of director may be increased or diminished from time to time by the By-LAWS.

The names and address of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
ANTONIO MORENO President	1145 N.W. 30th Place Miami, Florida 33125
ODALYS BASTIDA-MORENO Secretary-Treasurer	1145 N.W. 30th Place Miami, Florida 33125

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ARTICLE IX - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of share of stock each agrees to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
ANTONIO MORENO Stockholder	1145 N.W. 30th Pl. Miami, Florida 33125	65	\$ 195.00
ODALYS BASTIDA-MORENO Stockholder	1145 N.W. 30th Pl. Miami, Florida 33125	35	\$ 105.00


ARTICLE X - AMENDMENT

This corporation reserves th right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The private property of the stockholders of this corporation shall not be subject to the payment of the corporated debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of the corporation.

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in the corporation.

IN WITNESS WHEREOF, the undersignaed have executed these Articles of Incorporation this 16th day of November, 1999.


ANTONIO MORENO
President
ODALYS BASTIDA-MORENO
Secretary-Treas.

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STATE OF FLORIDA)
)
 COUNTY OF DADE)

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared ANTONIO MORENO and ODALYS BASTIDA-MORENO, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 16th day of the month of November 1999.



JESUS VALDES
 COMMISSION # CC 556086
 EXPIRES MAY 20, 2000
 BONDED THRU
 ATLANTIC BONDING CO., INC.

NOTARY PUBLIC
 State of Florida at Large

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR Z. & J. AUTO TRANSPORT, INC., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED THIS 16TH DAY OF NOVEMBER, 1999.

Odalis Bastida
 ODALYS BASTIDA-MORENO
 RESIDENT-AGENT

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 ALABAMA, FLORIDA

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