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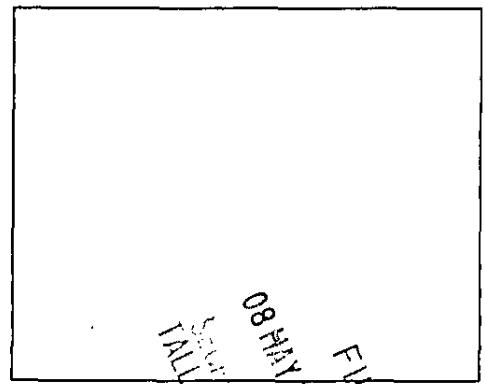
05/20/08--01016--008 **180.00

FILED RECEIVED
08 MAY 20 PM 4: 15
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

B. KOHR
MAY 20 2008
EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC.
1211 CIRCLE DRIVE
TALLAHASSEE, FL 32301
PHONE (850)656-6446



WALK-IN

ENTITY NAME:

1. BLUE CARGO LOGISTICS, INC.
Converting to: BLUE CARGO LOGISTICS, LLC

CK# 3313

AMOUNT \$180.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

XXX CERTIFIED COPY

XXX STAMPED COPY

_____ CERTIFICATE OF STATUS

Examiner's Initials

FILED
08 MAY 20 PM 4:15
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
BLUE CARGO LOGISTICS, INC TO BLUE CARGO LOGISTICS, LLC**

This certificate of conversion and attached articles of organization are submitted to convert a Florida corporation to a Florida limited liability company in accordance with section 608.439, Florida Statutes.

PO500011672

1. The name of the corporation immediately prior to filing this document was **BLUE CARGO LOGISTICS, INC.**

2. The date on which and the jurisdiction in which the corporation was first created or otherwise came into being are:


Date: August 8, 2005
Jurisdiction: Florida

3. The name of the Florida limited liability company as set forth in the attached articles of organization is **BLUE CARGO LOGISTICS, LLC.**

4. This Certificate shall be effective upon filing with the Florida Department of State.

The undersigned authorized representative hereby executes this Certificate of Conversion on this 19 day of May, 2008.

BLUE CARGO LOGISTICS, INC, a Florida Corporation

By: 
Ricardo Castillo,
President

ARTICLES OF ORGANIZATION
FOR
BLUE CARGO LOGISTICS, LLC

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SUNSHINE STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the Limited Liability Company is **BLUE CARGO LOGISTICS, LLC.**

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 3301 N.W. 97th Avenue, Doral, Florida 33172.

ARTICLE III
Existence; Duration

This limited liability company shall have a perpetual existence, unless dissolved according to law, effective as of the 20th day of May, 2008.

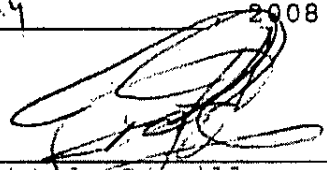
ARTICLE IV
Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131, and the name of the initial registered agent of the Limited Liability Company at that address is: Jonathan Feuerman, Esq.

ARTICLE V
Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The name and address of the initial director of this corporation is: Ricardo Castillo, c/o Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131.

The undersigned authorized representative of the members of BLUE CARGO LOGISTICS, LLC, hereby executes these articles of organization on this 19 day of May 2008.



Ricardo Castillo,
authorized representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

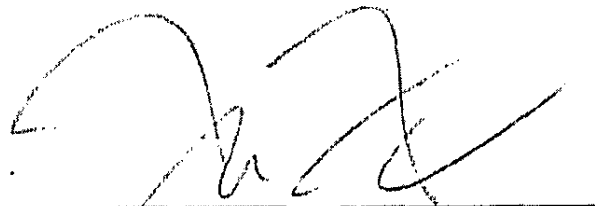
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **BLUE CARGO LOGISTICS, LLC.**

2. The name and the Florida street address of the registered agent and office are:

Jonathan Feuerman, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2950
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.



JONATHAN FEUERMAN