

TRANSMITTAL LETTER

P01880069054

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

SUBJECT: A 1 A Carriers Inc.
(Proposed corporate name - must include suffix)

Please Remit TO THE ABOVE address
when papers are ready.

300004463648--1
-07/11/01--01066--005
****122.50 *****78.75

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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: K & M Inc
Name (Printed or typed)

3500 SW 104 Ave
Address

Miami FL 33165
City, State & Zip

305 221 6397
Daytime Telephone number

01 JUL 11 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

G. BULLOCK JUL 13 2001

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

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01 JUL 11 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I
NAME

THE NAME OF THIS CORPORATION IS -- A1A Carriers Inc.

and the mailing address is 3368 N.W. 53 St Miami, Fl 33142

ARTICLE II
DURATION

This Corporation shall have a perpetual existence, unless sooner dissolved by law.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of the transacting any or all business for which corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue Five hundred (500) shares of no par value common stock, which shall be designated as "common shares"

Every Shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorate share (s) thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE V

INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 3368 N.w. 53 St. Miami, Florida 33142 and the name of the initial registered agent of this corporation at that address is Carlos Rafael Marrero.

ARTICLE VI
INITIAL BOARD OF DIRECTOR(S)

This Corporation shall have (One) director (s) initially.

The number of director (s) may be either increased or decreased from time to time by the by-laws, but shall never be less than one. The name (s) and address (es) of the initial

director (s) of this corporation is/are:

Carlos Rafael Marrero

3368 N.W. 53 St

Miami , Florida 33142

ARTICLE VII
INDEMNIFICATION

This Corporation Shall indemnify any officer or directors or any former officers of directors, to the fullest extent permitted by law.

ARTICLE VIII
OFFICERS

The officers of this corporation shall be as follows:

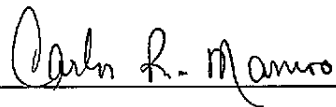
Carlos Rafael Marrero President, Treasurer
 Vice President, Secretary

ARTICLE IX
INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to these
Articles of Incorporation is/are as follows:

Carlos Rafael Marrero
3368 N.W. 53 St
Miami, Florida 33142

The undersigned incorporator (s) has/have executed these Articles of
Incorporation on this July 2, of 2001.



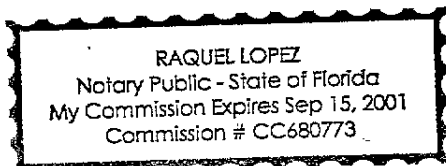
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

Before me, Notary public authorized to take acknowledgments in the state and county set forth above personally appeared Carlos Rafael Marrero known by me to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed official seal, in the state and county aforesaid this 2th day of July 2001.

My commission expires:



Raquel Lopez

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

In pursuance of Chapter 48.091 Florida Status, the following is
submitted, in compliance with said act:

First -- A1A Carriers Inc.

desiring to organize under the laws of the State of Florida with its
principal office at 3368 N.W. 53 St Miami , Florida County of
Miami-Dade, State of Florida, has named Carlos Rafael Marrero
located at 3368 N.W. 53 St Miami, Fla. City of Miami,
County of Miami-Dade State of Florida, as its agent to accept service
of process within this state. Having been named to accept service of
process of the above stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said office.

By: Carlos R. Marrero

01 JUL 11 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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