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Florida Department of State
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

O. & A. CARRIERS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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N. CULLIGAN JUN 1 - 1999

ARTICLES OF INCORPORATION
OF
O. & A. CARRIERS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: O. & A. CARRIERS, INC.

The principal place of business of this corporation shall be:
15411 SW. 177 TERRA., MIAMI, FL., 33187.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
100 all of which shall be common shares (\$1.00) per value each.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ALELI VITON	PRESIDENT	15411SW. 177 TERRA. MIAMI, FL., 33187.
OSVALDO VITON	VICE-PRESIDENT	15411 SW. 177 TERRA MIAMI, FL., 33187.

Prepared by:
CASTILLO & ASSOCIATES, INC.
542 SW. 12TH. AVE.
MIAMI, FL., 33130 (305) 649-3403

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

ALELI VITON

15411 SW. 177 TERRA.
MIAMI, FL., 33187.

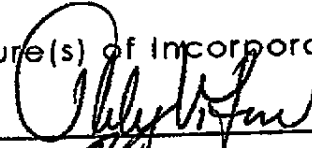
OSVALDO VITON

15411 SW. 177 TERRA.
MIAMI, FL., 33187.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30TH day of JUNE, 1999.

Signature(s) of Incorporator(s)

X



X



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

O. & A. CARRIERS, INC.

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

ALELI VITON - 15411 SW. 177 TERRA.

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL., 33187

(CITY/STATE/ZIP)

SIGNATURE x



TITLE PRESIDENT

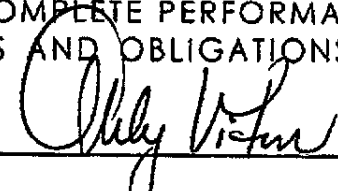
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BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE x



DATE JUNE 30th., 1999

JUNE 30th., 1999