

Articles of Incorporation

Apex Logistics, Inc.

State of Delaware - General Corporation Law

Article I - Name

The name of the corporation is Apex Logistics, Inc. (the Corporation).

Article II - Registered Office and Agent

The address of the registered office in the State of Delaware is 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of the registered agent at such address is The Corporation Trust Company.

Article III - Purpose

The Corporation is organized to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law, including domestic and international freight forwarding, logistics coordination, warehousing, and related transportation services.

Article IV - Authorized Capital Stock

The total number of shares the Corporation shall have authority to issue is 10,000,000 shares of Common Stock, par value \$0.001 per share.

Article V - Incorporator

The name and mailing address of the incorporator is:

Jordan M. Blake

Apex Logistics Formation Services

1209 Orange Street

Wilmington, DE 19801

Article VI - Board of Directors

The business and affairs of the Corporation shall be managed by or under the direction of a Board of Directors. The number of directors constituting the initial board shall be three (3), to be set forth in the initial bylaws or an action of the incorporator.

Article VII - Limitation of Director Liability

To the fullest extent permitted by the Delaware General Corporation Law, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

Article VIII - Indemnification

The Corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law, any person who is or was a director or officer of the Corporation against all liability and loss suffered and expenses reasonably incurred.

Article IX - Corporate Duration

The Corporation shall have perpetual existence.

Article X - Amendments

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law.

Article XI - Entity Data and Tax Information

The Corporation's principal place of business is 2210 Harbor Parkway, Suite 500, Miami, Florida 33132. The Corporation's federal employer identification number (EIN) is 88-7654321. The Corporation's primary industry classification is NAICS 488510 (Freight Transportation Arrangement).

Article XII - Ownership and Shareholding

As of January 8, 2026, the Corporation has issued and outstanding 8,000,000 shares of Common Stock. Ownership is set forth in the ownership schedule attached below and forms part of these Articles.

Entity Data Schedule

Field	Value
Legal Name	Apex Logistics, Inc.
Entity Type	C-Corporation
Jurisdiction of Incorporation	Delaware, United States
Formation Date	2026-01-08
EIN	88-7654321
NAICS	488510 - Freight Transportation Arrangement
Principal Business Address	2210 Harbor Parkway, Suite 500, Miami, FL 33132
Fiscal Year End	December 31

Ownership Schedule (Issued Common Stock)

Owner	Entity Type	Shares	Ownership %	Voting Control
Apex Founders Holdings LLC	Delaware LLC	3,200,000	40.0%	40.0%
NorthBridge Capital Partners LP	Delaware LP	2,400,000	30.0%	30.0%
Elena Marquez	Individual	1,600,000	20.0%	20.0%
Trevor Hale	Individual	800,000	10.0%	10.0%
Total		8,000,000	100.0%	100.0%

Beneficial Ownership Disclosure: Holders with 25% or greater ownership are Apex Founders Holdings LLC (40.0%) and NorthBridge Capital Partners LP (30.0%).

Executed on January 8, 2026.

Jordan M. Blake, Incorporator

Date: 2026-01-08

Certification: This document is a model corporate filing prepared for demonstration and underwriting documentation workflows.