

F99000006526

Document Number Only

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Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, FL 32301 (850) 222-1092			
City	State	Zip	Phone

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-12/17/99--01051--004
*****70.00 *****70.00

CORPORATION(S) NAME

Phoenix International Freight Services, Ltd.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 17 PM 3:01

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

THANK YOU ! CONNIE BRYAN

59 DEC 17 AM 11:25

BA 12/17

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Phoenix International Freight Services, Ltd., Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Illinois 3. 36-3043555
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/11/1979 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
As soon as possible

6. _____
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1850 N.W. 84th Ave., Suite 108
Miami, FL 33126
(Current mailing address)

8. The transaction of any or all lawful purposes for which corporations may perform, including international freight forwarding, brokerage and customs clearance services.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

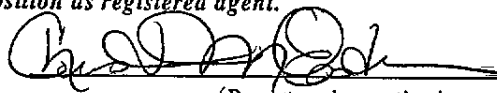
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature) **Christine M. Eastwine**
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) SEE ATTACHED.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Emil Ray Sanchez, Secretary-Treasurer

(Typed or printed name and capacity of person signing application)

PHOENIX INTERNATIONAL FREIGHT SERVICES, LTD.

MEMORANDUM

December 13, 1999

TO: Office of the Department of State for the State of Florida
FROM: Emil R. Sanchez
RE: List of Officers and Directors of
Phoenix International Freight Services, Ltd.¹

Corporate Officers:

Chief Executive Officer

James William McInerney
712 North Central Avenue
Wood Dale, Illinois 60191

President

W. Michael Panasewicz
8563 San Alberto, Suite 125
Scottsdale, Arizona 25250

Vice President

Stephane Rambaud
712 North Central Avenue
Wood Dale, Illinois 60191

Secretary and Treasurer

Emil R. Sanchez
712 North Central Avenue
Wood Dale, Illinois 60191

Assistant Secretary and
Assistant Treasurer

W. Michael Panasewicz
8563 San Alberto, Suite 125
Scottsdale, Arizona 25250

Corporate Directors:

James William McInerney
712 North Central Avenue
Wood Dale, Illinois 60191

W. Michael Panasewicz
8563 San Alberto, Suite 125
Scottsdale, Arizona 25250

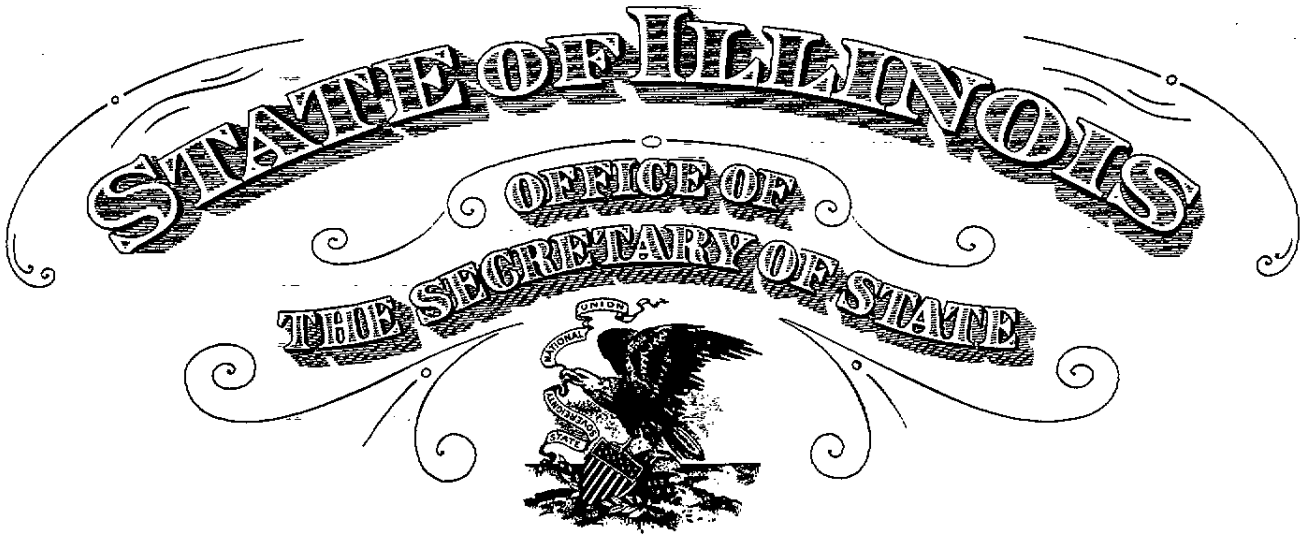
Stephane Rambaud
712 North Central Avenue
Wood Dale, Illinois 60191

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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¹This corporation has already reserved the name "Phoenix International Freight Services, Ltd., Inc." in Florida, see attached Document No. E99000000048, issued June 3, 1999 by the Florida Department of State.



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

PHOENIX INTERNATIONAL FREIGHT SERVICES, LTD.,
A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE
SEPTEMBER 11, 1979, APPEARS TO HAVE COMPLIED WITH ALL THE
PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING
TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND
AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN
THE STATE OF ILLINOIS*****

In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this _____ 15TH
day of _____ DECEMBER A.D. _____ 1999



Jesse White

SECRETARY OF STATE