

F99000006526

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660 East Jefferson Street			
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Tallahassee, FL 32301 (850) 222-1092			
City	State	Zip	Phone

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*****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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- Limited Liability Company
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F99-6526

TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

THANK YOU ! CONNIE BRYAN

59 DEC 17 AM 11:25

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BA 12/17

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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SECRETARY OF STATE
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