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TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: COURIERMAX CORP.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600003476726--3
-11/28/00--01015--010
*****87.50 *****87.50

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 of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ROMAN A. MIGUEL
Name (Printed or typed)

11317 SW 74 TERR.
Address

MIAMI, FL 33173
City, State & Zip

(305) 596-9622
Daytime Telephone number

F. CHESTER NOV 2 8 2000

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

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

COURIERMAX CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

11317 SW 74 TERR
MIAMI, FL 33173

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

THE CORPORATION SHALL ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA, IN ADDITION THE CORPORATION WILL OFFER COUIER SERVICES.

ARTICLE IV SHARES

The number of shares of stock is:

SEE ATTACHMENT FOR ARTICLE 4,

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

- PRESIDENT: ROMAN A. MIGUEL
- SECRETARY: OSCAR V. PEREZ
- TREASURER: ROMAN A. MIGUEL
- COO: TO BE ANOUNCED (TBA)
- CFO: TBA

RM
OP

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

OLIVER MIGUEL
11317 SW 74 TERR.
MIAMI, FL 33173

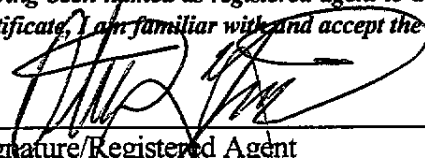
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

ROMAN A. MIGUEL (PRESIDENT)
11317 SW 74 Terr
MIAMI, FL 33173

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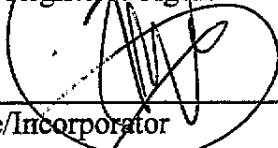
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

11/17/00

Date



Signature/Incorporator

11/17/00

Date

**Articles of Incorporation
of
CourierMax Corp.**

(ATTACHMENT)

ARTICLE 4 – CORPORATE CAPITALIZATION

- 4.1 The maximum number of shares that this corporation is authorized to have outstanding any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).
- 4.2 All holders of shares of common stock, shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 4.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 4.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 4.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 4.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

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