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11/14/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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ACCT#: 071001002335

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NAME: RUSH EXPRESS INTERNATIONAL INC.

AUDIT NUMBER.....H97000019004

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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** ENTER 'M' FOR MENU. **

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97 NOV 14 PM 2:30

11/14

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DIVISION OF CORPORATIONS
97 NOV 14 PM 2:30

ARTICLES OF INCORPORATION
OF

RUSH EXPRESS INTERNATIONAL 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: RUSH EXPRESS INTERINTERNATIONAL INC.

The principal place of business of this corporation shall be:

1496 Avon Lane Apt # 1122 North Lauderdale, Fl 33068

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

100 Shares

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):

Singh Sukhbir
1496 Avon Lane Apt # 1122
North Lauderdale, Florida 33068

Prepared by: Singh Sukhbir
1496 Avon Lane Apt # 1122
North Lauderdale, FL 33068
(305) 931-1265

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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):

Singh Sukhbir
1496 Avon Lane Apt # 1122
North Lauderdale, FL 33068

SINGH SUKHBIR
1496 AVON LANE APT # 1122
North Lauderdale, Florida 33068

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have)
executed these Articles of Incorporation this 12
day of Nov, 1997.

Signature(s) of Incorporator(s) .

Sukhbir Singh

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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.

FILED STATE
 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 97 NOV 14 PM 2:30

1. The name of the corporation:

Rush Express International Inc.

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

Singh Sukhbir 1496 Avon Lane Apt 1102
 (P.O. BOX NOT ACCEPTABLE)

North Lauderdale, FL 33068
 (CITY/STATE/ZIP)

SIGNATURE



TITLE

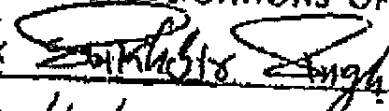
President

DATE

11/12/97

HAVING 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



DATE

11/12/97