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TO: Qualification/Tax Lien Section
Division of Corporations

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-07/31/95--01036--0118
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SUBJECT: ATLAS INTERNATIONAL FREIGHT FORWARDING (USA) INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KEN SINGH
(Name of Person)
ATLAS INTERNATIONAL FREIGHT FORWARDING (USA) INC.
(Firm/Company)
1220 NE 134th STREET
(Address)
MIAMI, FLORIDA, 33161
(City/State/Zip)

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95 JUL 31 PM 12:35
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

KEN SINGH at 1-800 -267) 5754
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

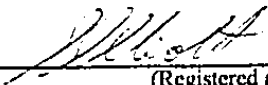
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. ATLAS INTERNATIONAL FREIGHT FORWARDING (USA) 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. NEVADA
(State or country under the law of which it is incorporated)
3. APPLIED FOR -
(FBI number, if applicable)
4. MAY 22nd 1995
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. TO START IN AUGUST
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1220 NE 134th Street
Miami, FL 33161
(Current mailing address)
8. TO PERFORM THE DUTIES OF A FREIGHT FORWARDER
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NO. 1 acceptable)
Name: EDWARD D. ELLIOTT
Office Address: 10733 NW 7TH AVE
MIAMI, Florida, 33168
(Zip Code)
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)
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.

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TALLAHASSEE, FLORIDA

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)

Chairman: KANHAI SINGH

Address: 2450 ANSON DRIVE, MISSISSAUGA, ONTARIO, CANADA L5S 1G2

Vice Chairman: _____

Address: _____

Director: KANHAI SINGH

Address: 2450 ANSON DRIVE, MISSISSAUGA, ONTARIO, CANADA L5S 1G2

Director: JESSIE SINGH

Address: 2450 ANSON DRIVE, MISSISSAUGA, ONTARIO, CANADA L5S 1G2

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

President: KANHAI SINGH

Address: 2450 ANSON DRIVE, MISSISSAUGA

ONTARIO, CANADA L5S 1G2

Vice President: _____

Address: _____

Secretary: JESSIE SINGH

Address: 2450 ANSON DRIVE, MISSISSAUGA, ONTARIO, CANADA L5S 1G2

Treasurer: JESSIE SINGH

Address: 2450 NASON DRIVE, MISSISSAUGA, ONTARIO, CANADA L5S 1G2

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)

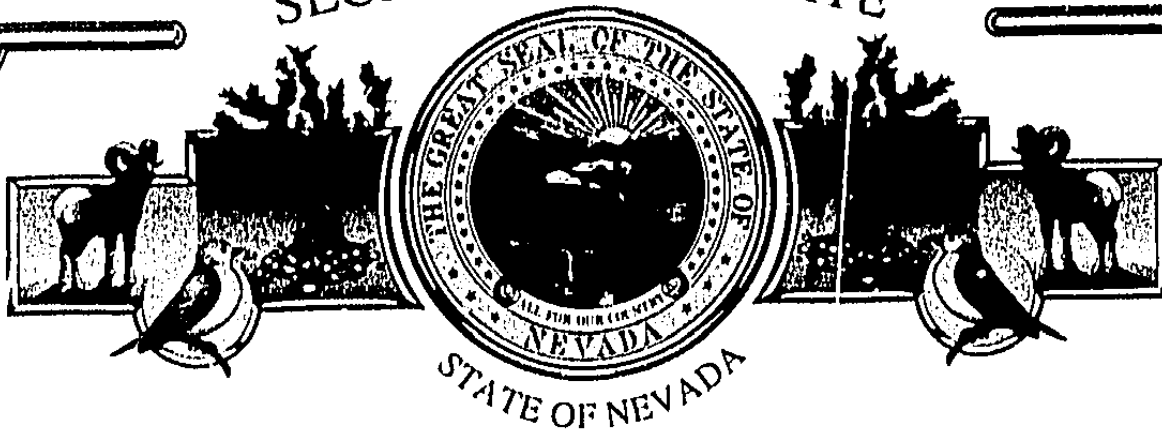
14. _____

KANHAI SINGH - Chairman

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

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TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **ATLAS INTERNATIONAL FREIGHT FORWARDING (USA) INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith, is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, Carson City, Nevada, this 5th day of July, 1995.



Dean Heller

Secretary of State

By

[Signature]
Certification Clerk

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