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Parcorp Services, Ltd.

800-398-0461

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : PARCORP SERVICES, LTD.
Account Number : 119990000011
Phone : (800) 603-2533
Fax Number : (800) 398-0461

FOREIGN PROFIT QUALIFICATION

CARIBE EXPRESS INC.

Certificate of Status	0
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DIVISION OF CORPORATION

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

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2004 JUN 30 P

SECRETARY OF STATE
TALLAHASSEE, FLORIDA1. CARIBE EXPRESS INC.(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")CARIBE EXPRESS ASSOCIATES INC.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NJ

(State or country under the law of which it is incorporated)

3. 22-3696772

(FEI number, if applicable)

4. 2/4/2004

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(See SECTIONS 607.1501, 607.1502 and 817.155, F.S.)7. 6505 HUDSON AVE, WEST NEW YORK, NJ 07093

(Principal office address)

(Current mailing address)

8. TRAVEL RELATED 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: ROSARIO DIEGUEZOffice Address: 149 SW 57TH AVEMIAMI

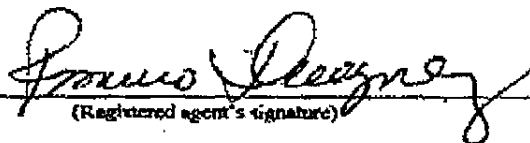
(City)

, Florida 33144

(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)

(1. 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 business addresses of officers and/or directors:

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(((H04000136388 3)))

A. DIRECTORSChairman: _____
Address: _____Vice Chairman: _____
Address: _____Director: ROSARIO DIEGUEZ
Address: 6505 HUDSON AVE, WEST NEW YORK, NJ 07093Director: ULRICH DIEGUEZ
Address: 6505 HUDSON AVE, WEST NEW YORK, NJ 07093**B. OFFICERS**President: ROSARIO DIEGUEZ
Address: 6505 HUDSON AVE, WEST NEW YORK, NJ 07093Vice President: _____
Address: _____Secretary: ULRICH DIEGUEZ
Address: 6505 HUDSON AVE, WEST NEW YORK, NJ 07093Treasurer: ROSARIO DIEGUEZ
Address: 6505 HUDSON AVE, WEST NEW YORK, NJ 07093

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

13. 
(Signature of Director or Officer listed in number 12 of the application)14. ROSARIO DIEGUEZ, PRESIDENT AND DIRECTOR
(Typed or printed name and capacity of person signing application)

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2004 JUN 30 P 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

2004 JUN 30 P 2:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CARIBE EXPRESS INC.
0100870938

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on February 5, 2002.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

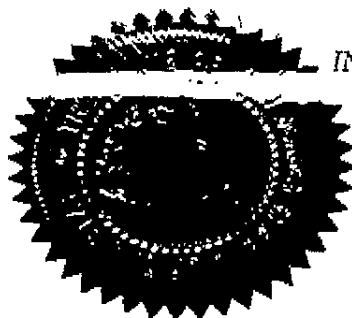
Rosario Dieguez
6505 Hudson Avenue
West New York, NJ 07093 0000

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

CARIBE EXPRESS INC.

2004 JUN 30 P 2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
22nd day of June, 2004

John E. McCormac, CPA
State Treasurer