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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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05 APR 27 PM 5:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

05 APR 27 PM 2:35

05 APR 27 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CT CORPORATION

April 27, 2005

Department of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
05 APR 27 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6350694 SO
Customer Reference 1:
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Can Am Express, Inc. (ND)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,



Ashley A. Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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. CAN-AM EXPRESS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. NORTH DAKOTA 3. 45-0409227
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 10, 1988 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 1, 2005
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 241 SEVILLA AVENUE, CORAL GABLES, FLORIDA 33134
(Principal office address)

C/O CAN-AM EXPRESS, INC., P.O. BOX 149222, ATTN. LEGAL DEPT., CORAL GABLES, FL 33114-9222
(Current mailing address)

8. To engage in transportation as a common carrier by motor vehicle.
(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

C T Corporation System

By: Carrie Bryan Special Asst Secy
(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.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: HANI EL-NAFFY

Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

Director: JOHN F. INSERRA

Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

B. OFFICERS

President: HANI EL-NAFFY

Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

Vice President: JOHN F. INSERRA

Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

Secretary: BRUCE A. JORDAN

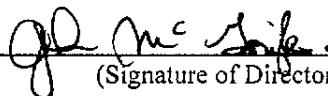
Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

Treasurer: PETER M. THOMPSON

Address: 241 SEVILLA AVE., CORAL GABLES, FL 33134

See attachment

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. JOHN MCGONIGLE - VICE PRESIDENT, TRANSPORTATION & LOGISTICS
(Typed or printed name and capacity of person signing application)

**ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

CAN-AM EXPRESS, INC.

ADDITIONAL DIRECTORS

Sergio Mancilla	241 Sevilla Avenue Coral Gables, FL 33134
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ADDITIONAL OFFICERS

NAME	Title	Address
John F. Inserra	Chief Financial Officer	241 Sevilla Avenue Coral Gables, FL 33134
Bruce A. Jordan	Vice President and General Counsel	241 Sevilla Avenue Coral Gables, FL 33134
Sergio Mancilla	Senior Vice President, Shipping Operations	241 Sevilla Avenue Coral Gables, FL 33134
Monica Vicente	Vice President, Corporate Finance	241 Sevilla Avenue Coral Gables, FL 33134
Marissa (Louie) Tenazas	Vice President, Human Resources	241 Sevilla Avenue Coral Gables, FL 33134
Peter M. Thompson	VP, Treasury & Risk Management and Assistant Secretary	241 Sevilla Avenue Coral Gables, FL 33134
John McGonigle	Vice President, Transportation & Logistics	241 Sevilla Avenue Coral Gables, FL 33134

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

CAN-AM EXPRESS, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that CAN-AM EXPRESS, INC. , a North Dakota BUSINESS CORPORATION, was incorporated in this office on August 10, 1988 and, according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a North Dakota BUSINESS CORPORATION.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

CAN-AM EXPRESS, INC.

Issued: April 11, 2005

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State