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TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

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SUBJECT: VOYAGER TRANSPORT INC.
(Name of corporation)

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:

TERRY PHIPPS
(Name of Person)

VOYAGER TRANSPORT INC.
(Firm/Company)

18201-D VISCOUNT, P.O. BOX 60320 AMF
(Address)

HOUSTON, TEXAS 77205
(City, State and Zip Code)

5/13

RECEIVED
MAY 13 1987
12:13 PM

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

TERRY PHIPPS at (407) 240 - 7787
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. VOYAGER TRANSPORT 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. TEXAS 3. 76-0191271
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JUNE 6, 1986 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. FEBRUARY 15, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. P.O. BOX 60320 AMF
HOUSTON, TEXAS 77205
(Current mailing address)

8. AIR CARGO HANDLING & AIR CARGO SALES
(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:

Name: TERRY PHIPPS
Office Address: 8839 BEAR ROAD
ORLANDO, Florida, 32827
(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.*

Terry Phipps
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: TERRY PHIPPS

Address: 3327 AMACA CIRCLE

ORLANDO, FLORIDA 32837

Vice President: NONE

Address: _____

Secretary: LORETTA PHIPPS

Address: 3327 AMACA CIRCLE

ORLANDO, FLORIDA 32837

Treasurer: NONE

Address: _____

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

13. Terry Phipps
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. TERRY PHIPPS
(Typed or printed name and capacity of person signing application)

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The State of Texas

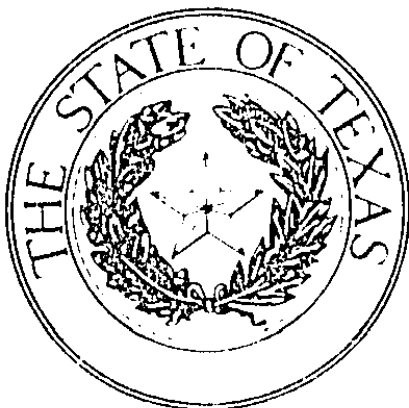
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

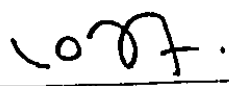
VOYAGER TRANSPORT, INC.

were filed in this office and a certificate of incorporation was issued on
JUNE 6, 1986;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on February 28, 1995.*



Antonio O. Garza, Jr.
Secretary of State

DEM