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TRANSMITTAL LETTER

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TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-09/31/95--01005--003
*****70.00 *****70.00

SUBJECT: M.R.S. FREIGHT FORWARDING SERVICE, 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:

MICHAEL R. SOLOMON

(Name of Person)

M.R.S. FREIGHT FORWARDING, INC.

(Firm/Company)

P.O. BOX 5280

(Address)

GODFREY, IL 62035

(City, State and Zip Code)

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DIVISION OF CORPORATIONS
mtm

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

SUE KAISER

(Name of Person)

at (618) 466 - 9079

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 Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1995

M.R.S. FREIGHT FORWARDING, INC.
% MICHAEL R. SOLOMON
P.O. BOX 5280
GODFREY, IL. 62035

SUBJECT: M.R.S. FREIGHT FORWARDING SERVICES, INC.
Ref. Number: W95000007041

We have received your document for M.R.S. FREIGHT FORWARDING SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 795A00014665

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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. M.R.S. FREIGHT FORWARDING SERVICE, 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. ILLINOIS 3. 37-1278262
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-18-91 5. _____
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 3-1-95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. P.O. BOX 5280
GODFREY, IL 62035
(Current mailing address)
8. FREIGHT BROKERAGE
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: GABRELLE A. SOLOMON

Office Address: 7601 N. FEDERAL HIGHWAY
SUITE 215 A
BOCA RATON, Florida, 33487
(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.

X Gabrielle Solomon
(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: MICHAEL R. SOLOMON

Address: 4851 CULP LANE
BETHALTO, IL 62010

Vice Chairman: _____

Address: _____

Director: CONSTANCE J. SOLOMON

Address: 4851 CULP LANE
BETHALTO, IL 62010

Director: _____

Address: _____

B. OFFICERS

President: MICHAEL R. SOLOMON

Address: 4851 CULP LANE
BETHALTO, IL 62010

Vice President: _____

Address: _____

Secretary: CONSTANCE J. SOLOMON

Address: 4851 CULP LANE
BETHALTO, IL 62010

Treasurer: CONSTANCE J. SOLOMON

Address: 4851 CULP LANE
BETHALTO, IL 62010

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

13. Michael R. Solomon
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael R. Solomon
(Typed or printed name and capacity of person signing application)

File Number 5635-567-7



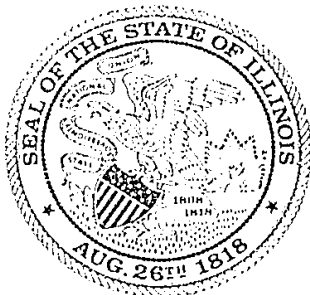
To all to whom these Presents Shall Come, Greeting:

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DIVISION OF CORPORATIONS
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I, George H. Ryan, Secretary of State of the State of Illinois,

do hereby certify that

M.R.S. FREIGHT FORWARDING SERVICES, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 18, 1991, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 12TH
day of SEPTEMBER A.D. 19 96

George H. Ryan
SECRETARY OF STATE