

**F98000006635**

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: VANGUARD LOGISTICS SERVICES (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

MALCOLM GREGORY

(Name of Person)

800002702979--3

12/04/98-01041--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

VANGUARD LOGISTICS SERVICES (USA) Inc.

(Firm/Company)

2665 East Del Amo Blvd.

(Address)

RANCHO DOMINGUEZ CA 90221

(City/State/Zip)

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

MALCOLM GREGORY

(Name of Person)

at (310) 687-2942

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Qualification/Tax Lien Section  
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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC -4 PM 1:45

FILED

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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. VANGUARD LOGISTICS SERVICES (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. DELAWARE 3. 33-0181137  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7-31-98 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/99 ESTIMATED START DATE  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2665 EAST DEL AMO BLVD  
RANCHO DOMINGUEZ CA 90221  
(Current mailing address)

8. FREIGHT CONSOLIDATION AND WAREHOUSING 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: ISMAEL PEREZ

Office Address: 7700 NW 81st PLACE, SUITE 2

MIAMI

, Florida, 33166  
(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.

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: MALCOLM GREGORY

Address: 1007 S. CATALINA AVE. REDONDO BEACH, CA 90277

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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STATE  
TALLAHASSEE, FLORIDA

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

President: MALCOLM GREGORY

Address: 1007 S. CATALINA AVE. #210 REDONDO BEACH, CA 90277

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

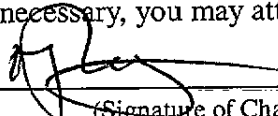
Secretary: MALCOLM GREGORY

Address: 1007 S. CATALINA AVE. #210 REDONDO BEACH, CA 90277

Treasurer: MALCOLM GREGORY

Address: 1007 S. CATALINA AVE. #210 REDONDO BEACH, CA 90277

**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. Malcolm Gregory, PRESIDENT  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VANGUARD LOGISTICS SERVICES (USA) INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VANGUARD LOGISTICS SERVICES (USA) INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
98 DEC -4 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9398236

DATE:

11-10-98