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LAW OFFICES  
**ALFRED P. DENOWITZ, P.A.**  
SUITE 307  
8751 WEST BROWARD BOULEVARD  
PLANTATION, FLORIDA 33324

ALFRED P. DENOWITZ\*  
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June 13, 2000

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32314

VIA FEDERAL EXPRESS

FILED  
JUN 20 PM 2:36  
TALLAHASSEE, FLORIDA

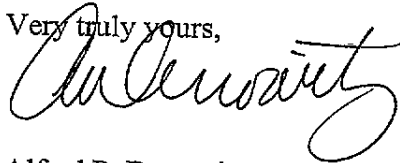
RE: TLT EXPRESS, INC.

300003297183--7  
-06/20/00--01053--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find Articles of Incorporation of TLT EXPRESS, INC. and my trust account check in the amount of \$78.75. Please file the enclosed Articles and return a stamped copy thereof, together with the Corporate Charter, to my office at your earliest convenience.

Very truly yours,



Alfred P. Denowitz  
APD/mlf  
Enclosure

S. Thompson JUN 23 2000

ARTICLES OF INCORPORATION

OF

TLT EXPRESS, INC.

FILED  
00 JUN 20 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

TLT EXPRESS, INC.

The principal place of business of this corporation shall be 1311 N. 65th Terrace, Hollywood, FL 33024.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares that this corporation is authorized to issue is Five Hundred (500) shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1311 N. 65th Terrace, Hollywood, FL 33024, and the name of the initial registered agent of the corporation at that address is TIMOTHY L. TUKEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually from the date of filing of these Articles of Incorporation.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as an S corporation.

ARTICLE VII. DIRECTORS

The number of directors constituting the initial board of directors is number two (2). The name and address of each person who shall serve as a member of the initial board of directors is:

PAMELA T. TUKEY  
1311 N. 65th Terrace  
Hollywood, FL 33024

TIMOTHY L. TUKEY  
1311 N. 65th Terrace  
Hollywood, FL 33024

ARTICLE VIII. OFFICERS

The name and address of each of the initial officers of the corporation is:

PAMELA T. TUKEY  
Secretary & Treasurer  
1311 N. 65th Terrace  
Hollywood, FL 33024


TIMOTHY L. TUKEY  
President  
1311 N. 65th Terrace  
Hollywood, FL 33024

ARTICLE IX. INCORPORATORS

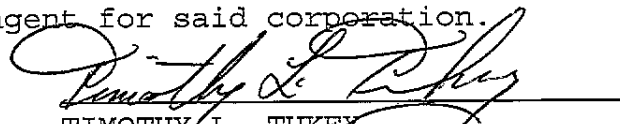
The name and street address of the incorporator to these Articles of Incorporation is:

TIMOTHY L. TUKEY  
1311 N. 65th Terrace  
Hollywood, FL 33024

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this June 19, 2000.

  
TIMOTHY L. TUKEY  
Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

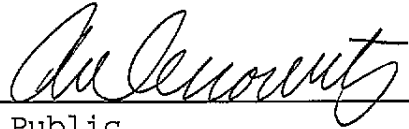
  
TIMOTHY L. TUKEY  
Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared TIMOTHY L. TUKEY who is/are personally known to me or who has/have produced his/her driver's license as identification and who executed the foregoing instrument and acknowledged before me that they executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this June 19, 2000.



Notary Public

My commission expires:



Alfred P. Denowitz  
Commission # GC 848440  
Expires Aug. 9, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.