

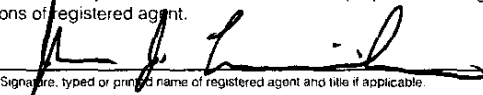
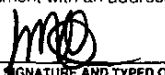


2004 FOR PROFIT CORPORATION ANNUAL REPORT (AR)

DOCUMENT # P02000067683 1. Entity Name ALERT CARGO EXPRESS, INC.						FILED 04 APR -2 AM 11:40 CLERK OF STATE TALLAHASSEE, FLORIDA 	
Principal Place of Business 3131 ST. JOHNS BLUFF ROAD JACKSONVILLE FL 32246				Mailing Address 3131 ST. JOHNS BLUFF ROAD JACKSONVILLE FL 32246			
2. Principal Place of Business Suite, Apt. #, etc.				3. Mailing Address Suite, Apt. #, etc.			
City & State				City & State			
Zip		Country		Zip		Country	
4. FEI Number 54-2074860						Applied For <input type="checkbox"/> Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>						\$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent WILLIAMS, MICHAEL P 3131 ST. JOHNS BLUFF ROAD JACKSONVILLE FL 32246				7. Name and Address of New Registered Agent Name CT Corporation System Street Address (P.O. Box Number is Not Acceptable) 1200 S. Pine Island Rd. City Plantation FL Zip Code 33324			
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.							
SIGNATURE 				John J. Linnihan, Asst. V.P. 4/01/2004 <small>(NOTE: Registered Agent signature required when reinstating)</small>			
FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00 Make Check Payable to Florida Department of State				9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees			
10. OFFICERS AND DIRECTORS				11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD PIATAK, THOMAS W 3131 ST JOHNS BLUFF RD JACKSONVILLE FL 32246			<input type="checkbox"/> Delete		See Attached for changes	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SD BARBER-ASHMORE, LORAH 3131 ST JOHNS BLUFF RD JACKSONVILLE FL 32246			<input type="checkbox"/> Delete			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP WILLIAMS, MICHAEL P 3131 ST JOHNS BLUFF RD JACKSONVILLE FL 32246			<input type="checkbox"/> Delete			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]			<input type="checkbox"/> Delete			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]			<input type="checkbox"/> Delete			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]			<input type="checkbox"/> Delete		100032492801 04/12/04--01106--002 **150.00	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]			<input type="checkbox"/> Delete			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]			<input type="checkbox"/> Delete			
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.							
SIGNATURE:  Gary Millard				3/19/04 901 7942225 <small>Date Daytime Phone #</small>			

2003-2004 Officers and Directors
ALERT CARGO EXPRESS, INC.

Allen Steele—Director, Chairman of the Board of Directors/Chief Executive Officer
3131 St. Johns Bluff Road, Jacksonville, FL 32246

Thomas Piatak—Director and President and Chief Operating Officer
3131 St. Johns Bluff Road, Jacksonville, FL 32246

Lanny Vaughn—Director
8295 Tournament Dr. #150, Memphis, TN 38125

York Ishikawa—Director
8295 Tournament Dr. #150, Memphis, TN 38125

Paul Stewart—Director and Secretary
8295 Tournament Dr. #150, Memphis, TN 38125

Gary Millard—Treasurer
8295 Tournament Dr. #150, Memphis, TN 38125

Michael Williams—Assistant Secretary, Vice-President and General Counsel
3131 St. Johns Bluff Road, Jacksonville, FL 32246

David Stonier—Executive Vice President
3131 St. Johns Bluff Road, Jacksonville, FL 32246

Lorah Barber-Ashmore—CFO
3131 St. Johns Bluff Road, Jacksonville, FL 32246