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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

KENDALL AIR FREIGHT INCORPORATED

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUL 23 AM 7:59

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 22, 2003

FAS-T CORP. AGENTS, INC.

SUBJECT: KENDALL AIR FREIGHT, INCORPORATED
REF: W03000020684

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF INCORPORATION

03 JUL 23 AM 7:59

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KENDALL AIR FREIGHT INCORPORATED

ARTICLE I - NAME

The name of the corporation shall be: Kendall Air Freight, Incorporated.

The principal place of business of this corporation shall be:

19667 Turnberry Way
Aventura, Florida 33180

ARTICLE II - NATURE OF BUSINESS

This corporation shall engage in air and/or surface commerce within the United States, between the United States and foreign nations, between and among foreign nations on behalf of clients; provide, transfer and/or arrange financing on behalf of clients; and/or act in a consulting capacity between clients in the United States and foreign nations as permitted by 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 of stock and its value that this corporation is authorized to have outstanding at any one time is: One Thousand Shares with a value of Ten Dollars per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

John Bishop - Director
14326 SW 88TH STREET
Miami, FL 33183

John Davis - Secretary/Treasurer
19667 Turnberry Way
Aventura, FL 33180

ARTICLE VI - INCORPORATOR (S)

The names and street addresses of the incorporators to these Articles of Incorporation are:

John Bishop - Director
14326 SW 88TH STREET
Miami, FL 33183

John Davis - Secretary/Treasurer
19667 Turnberry Way
Aventura, FL 33180

IN WITNESS WHEREOF, the undersigned incorporators have executed this Articles of Incorporation this 21 day of July, 2003.

Signature(s) of Incorporator(s)

John Bishop
John Davis

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

Kendall Air Freight, Incorporated

2. The name and address of the registered agent and office is:

John E. Bishop
1689 North Hiatus Road, PMB 1258
Pembroke Pines, FL 33026

SIGNATURE



TITLE

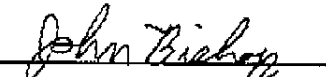
Registered Agent

DATE

7-21-2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE

7-21-2003