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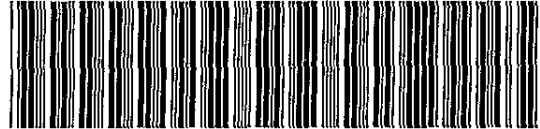
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TALLAHASSEE, FLORIDA

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AUGUST 15 2003

**DIVISION OF CORPORATIONS
P.O.BOX 6327
TALLAHASSEE FLORIDA 32314**

DEARS SIRs

**PLEASE RECEIVE MY CORPORATE
PAPERWORK FILE AND RETURN 5561 NW 72 AVE
MIAMI FLORIDA 33166**

SINCERELY

**RENEE TOMLINSON
CARGO EXPRESS CORP
5561 NW 72 AVE
MIAMI FLORIDA 33166
PHONE 305 863-8786**



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 21, 2003

RENEE TOMLINSON
5561 NW 72 AVE
MIAMI, FL 33166

SUBJECT: CARGO EXPRESS CORP.
Ref. Number: W03000023912

We have received your document for CARGO EXPRESS CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 903A00047539

AUGUST 29/2003

**DIVISION OF CORPORATIONS
P.O.BOX 6327
TALLAHASSEE FLORIDA 32314**

DEARS SIRs

**PLEASE RECEIVE MY CORPORATE
PAPERWORK FILE AND RETURN 5561 NW 72 AVE
MIAMI FLORIDA 33166.**

SINCERELY

**RENEE TOMLINSON
U.S.A. CARGO EXPRESS CORP.
5561 NW 72 AVE
MIAMI FLORIDA 33166
PHONE 305 863-8786**

ARTICLES OF INCORPORATION

ARTICLE I: NAME

U.S.A CARGO EXPRESS CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II: DURATION

THE DURATION OF THE CORPORATION IS PERPETUAL>

ARTICLE III: NATURE OF BUSINESS

*THIS CORPORATION MAY ENGAGE IS ANY ACTIVITY OF BUSINESS PERMITTED
UNDER THE LAWS OF THE STATE OF FLORIDA.*

ARTICLE IV: CAPITAL STOCK

*THE AGGREGATE NUMBER OF SHARES WHICH THE CORP IS AUTHORIZED TO ISSUE IS
One thousand (1,000) shares each at a \$1.00 value.*

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

(PRINCIPAL OFFICE AND REGISTERED AGENT ARE THE SAME.)

The street address of initial registered office is:

U.S.A CARGO EXPRESS CORP. / 5561 NW.72 AVE. / MIAMI FL 33166

And said registered officer is RENEE TOMLINSON at above address.

ARTICLE VI: DIRECTORS

*The number of directors may be altered from time to time by-laws adopted by
the stockholders. The initial board of directors is:*

PRESIDENT : ,RENEE TOMLINSON / 5561 NW. 72 AVE. / MIAMI FL 33166

ARTICLE VII: AMENDMENTS

*THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER ACCORDING TO
THE FLORIDA STATE LAW.*

ARTICLE VIII: INCORPORATORS

*THE NAMES AND POST OFFICES ADDRESSES OF THE SUBSCRIBER TO THE CERTIFICATE OF
INCORPORATION AND THE NUMBER OF THE SHARES EACH AGREES TO TAKE THE VALUE OF
THE CONSIDERATED PAID THEREOF.*

PRESIDENT:RENEE TOMLINSON / 5561 NW. 72 AVE. / MIAMI FL 33166

ARTICLE IX - AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER ACCORDING TO FLORIDA STATE LAW.

ARTICLE X - RIGHTS OF SURVIVORSHIP

IN THE EVENT THAT ANY MEMBERS OF THIS CORPORATION SHOULD BECOME DECEASED OR INCAPACITATED, IN ANY FASHION, AND THAT ANY LIVING AND OR LAST WILL AND TESTAMENTS DO NOT STIPULATE OTHERWISE, ANY AND ALL EQUITIES, HOLDINGS, REAL ESTATE, SHOULD BE DISTRIBUTED EQUALLY AMOUNT THE SHARE HOLDERS ACCORDING TO THE PERCENTAGE OF SHARES OPENED IN THIS CORPORATION. IN THE EVENT THAT ANY SHARES ARE INHERITED BY PERSONS OF MINOR AGE OF OTHERWISE INCAPACITATED, THESE SHARE SHALL BE SET UP IN A BUY SELL AGREEMENT BACKED UP BY INVESTED LIFE INSURANCE COMPENSATING THEIR FAIR MARKET VALUE.

ARTICLE XI - MANAGING PARTNERS

THE CORPORATION U.S.A.CARGO EXPRESS CORP. HAS ONLY ONE MANAGING PARTNER, RENEE TOMLINSON.

ARTICLE XII - EVALUATION OF CORPORATE ASSETS

ALL CORPORATE ASSETS SHALL BE EVALUATED ON AN ANNUAL BASIS, AND PROPER ADJUSTMENTS WILL BE APPLIED FOR INSURED AND STOCK PURPOSES.

ARTICLE XIII - MANAGING DIRECTORS INSURANCE

ALL MANAGING DIRECTORS INSURANCE PREMIUMS FOR THEIR RESPECTIVE EQUITY STOCK INSURANCE SHALL BE PAID BY THE CORPORATION.

ARTICLE XIV - STOCKHOLDERS MEETINGS

STOCKHOLDERS MEETINGS SHALL BE HELD ONCE EVERY THREE MONTHS WITHIN OR OUT OF THE STATE OF FLORIDA. THESE MEETINGS SHALL BE HELD WITH THE TRANSCRIBERS PRESENT. THESE MEETINGS SHALL INCLUDE BUT NOT BE LIMITED TO, REAL ESTATE HOLDINGS, PROFITS AND LOSS STATEMENTS PREPARED FOR EACH OF THE VENTURES, BANKING AND ECONOMIC INFORMATION, STOCK EITHER PAPER OR PHYSICAL INVENTORY IN REAL MERCHANDISE, SALES REPORTS AND TAX DISCLOSURES.

ARTICLE XV - PHYSICAL YEAR

U.S.A. CARGO EXPRESS CORP. SHALL CLOSE EACH PHYSICAL YEAR ON THE THIRTY-FIRST OF DECEMBER.

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SECRET, U. S. STATE
TALLAHASSEE, FLORIDA

~~RENEE TOMLINSON~~

IN WITNESS WHEREOF, THE INCORPORATORS HAVE HEREUNTO SET THEIR RESPECTIVE HANDS AND SEALS THIS AUGUST 15 2003 THE FOLLOWING HEREBY AGREES TO SERVE AS REGISTERED AGENT FOR CORPORATION PURSUANT TO THE APPLICABLE FLORIDA STATUTES.

