

TRANSMITTAL LETTER

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FILED
95 JAN -5 AM 8:44
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECORDED BY 15507
-01705/205--01085--0012
****131.25 ****131.25

SUBJECT: CARIBE TRANS-WORLD COURIER, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

SINECIO B. SAHDALA

Name (printed or typed)

13830 SW 109 STREET

Address

MIAMI, FL. 33126

City, State & Zip

(305) 265-1515

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

@ BROWN JAN - 9 1995

ARTICLES OF INCORPORATION

We the undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the proposed corporation shall be CARIBE TRANS-WORLD COURIER, INC., who hereby form a corporation upon terms and conditions set forth below.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

7284 N.W 8th Street
Miami, Florida 33126

But may established branches or agencies and carry out business in any place in the united States or abroad.

ARTICLE III

The Corporation is authorized to issue Five Hundred shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares". The shares shall be paid in cash or securities or assets as the Board of Directors may determine. In event of an increase of the capital stock, each shareholder shall have the preferential right to the acquisition of the new shares that may be issued in proportion to the shares of which they are owners. The shareholder that may wish to make use of this preferential right must cover the amount of the shares within the term the Board of Directors may determine. The preferred shareholder that does not make use of this right within the term the Board of Directors may determine on shares corresponding to him the other shareholders shall have the acquisition preferential rights in proportion to the shares they may own.

ARTICLE IV

The name and address of the initial registered agent is:

Sinecio B. Saldala
13830 S.W. 109 Street
Miami, Florida 33186

ARTICLE V

The business to be carried on by the corporation is that of a Courier and Freight Forwarded Service and to engage in such other legal activity that the Directors of the corporation may determine.

ARTICLE VI

The duration of the corporation shall be at perpetuity. But said corporation shall be able to be dissolved or wound up at any moment (according to Florida Law) by the affirmative vote of at least two third (2/3) of the duly paid and outstanding shares, vote granted in an Extraordinary General Shareholders Meeting specially called to that effect.

ARTICLE VII

The Corporation shall have three (4) directors initially. The number of directors may be either increase or diminished from time to time by the By-Laws, but shall never be less than Three (3) nor more than seven. The names and addresses of the initial directors of the corporation are as follows:

PT Sinecio B. Sahdala....13830 S.W. 109 Street, Miami, Fl. 33186
VP Rafael Baez.....14353 S.W. 114 Terrace, Miami, Fl. 33186
Rafael A. Taveras M...Calle Seybo #20 Santo Domingo, Dom. Rep.
JPB Ray Bueno.....Miami Garden, Fl.

ARTICLE VIII

The Corporation shall have a President, one Vice-President, one Treasurer and one Secretary. One same officer may carry more than one position. It will not be necessary to be member of the Board of Directors to be an officer of the corporation.

ARTICLE IX

The President shall be the legal representative of the corporation. In his accidental or temporal absences he shall be substituted by the Vice-President. That shall be without detriment that the Board of Directors may appoint the representatives, attorneys, proxies or agents it may deem necessary for a specific act or business or for specific fields of act or business in general and without detriment of authorities that shall be conferred in those same Articles of Incorporation.

ARTICLE X

In order to sell or in any way alienate fixed assets of the corporation and that may not correspond to the ordinary activities of the corporation specified in clause Fifth as, for example, to sell real estate owned by said corporation and in which the officers of same are located, it shall be necessary the previous authorization of the General Shareholders Meeting.

ARTICLE XI

The incorporators of the present Bylaws have resolve to appoint the following officers that shall act until other different are chosen by the Board of Directors:

-----PRESIDENT & TREASURER-----SINECIO B. SAHDALA-----

-----VICE-PRESIDENT-----RAFAEL BAEZ-----

-----VICE-PRESIDENT & SECRETARY---RAY BUENO-----

ARTICLE XII

Every amendment to the present Articles of Incorporation, shall require the vote of ar least half plus one of the paid outstanding shares present in one Ordinary or Extraordinary general Shareholders Meeting in which a quorum is present in which this point of the amendment has been stated in the corresponding call. The Bylaws of the corporation may be amended by the Board of Directors.

ARTICLE XIII


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

SINECIO B. SAHDALA....13830 S.W. 109 STREET MIAMI, FL. 33186


RAFAEL BAEZ.....14353 S.W. 114 TERRACE MIAMI, FL. 33186

RAY BUENO.....7996 W. 29th LANE HIALEAH GARDEN, FL.33016

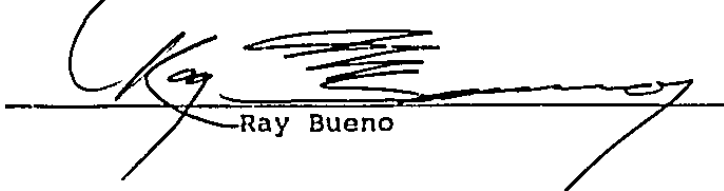
The undersigned incorporators have executed these Articles of Incorporation this Third day of January, 1995



Sinocio B. Sahdala



Rafael Baez



Ray Bueno

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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 is: CARIBE TRANSWORLD COURIER, INC.

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

SINECIO B. SAHDALA

(Name)

13830 S.W. 109 STREET

(P.O. Box not acceptable)

MIAMI, FLORIDA 33186

(City/State/Zip)

FILED
55 JAN -5 AM 8:44
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

S. B. Sahdala
(Signature)

January 3rd 1995
(Date)

P95000001695

Sinecio B. Saldala
13830 SW 109 Street
Miami, Fl. 33186
Tel. # (305) 392-5440

400001768764
-04/04/96--01092--006
*****35.00 *****35.00

April 1, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir:

Enclosed please find Articles of Dissolution of CARIBE TRANS-WORLD TRADING GROUP, INC.
along with check for the filing Fee in the amount of \$35.00.

Sincerely,


Sinecio B. Saldala

SH $\frac{4}{9}$
Vol. Diss

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -1 AM 7:09

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: CARIBE TRANS-WORLD COURIER, INC.

SECOND: The date dissolution was authorized: 3/31/96

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by _____."]
(voting group)

Signed this 31 day of March, 19 96.

Signature S. B. Sahdala
(By the Chairman or Vice Chairman of the Board, President, or other officer)

SINECIO B. SAHDALA
(Typed or printed name)

PRESIDENT
(Title)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -11 AM 7:09