

995000034366

GLOBAL AIR CARGO, INC.
6300 Hazeltime National Drive, Suite 100
Orlando, Florida 32822

April 1, 1995

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32314

Re: GLOBAL AIR CARGO, INC.

EFFECTIVE DATE
4-1-95

200001452382
-04/10/95---01051---007
****122.50 ****122.50

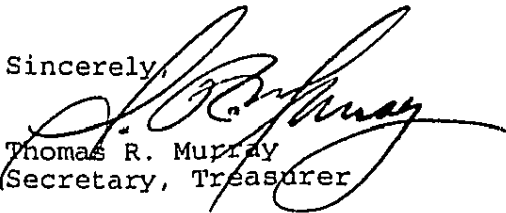
Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation in the above-captioned matter for filing with your division. Please return one certified copy of the Articles to me for my file.

Also enclosed is a check in the amount of \$122.50 for the incorporation costs:

Thank you for your cooperation in this matter.

Sincerely,


Thomas R. Murray
Secretary, Treasurer

Enclosures: 2 sets Articles of Incorporation
Check \$122.50

B. REGISTER APR 17 1995

789, 612, 706, 671
W95-8123

FILED
95 APR 10 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1995

THOMAS R MURRAY
6300 HAZELTON NATIONAL DRIVE
SUITE 100
ORLANDO, FL 32822

SUBJECT: GLOBAL AIR CARGO, INC.
Ref. Number: W95000008123

We have received your document for GLOBAL AIR CARGO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return 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 (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 995A00017693

PMG WORLDWIDE, INC.
FULL SERVICE CARGO PICKUP & DELIVERY
8300 Hazeltine National Drive, Suite 100
Orlando, FL 32822
(407)850-8400
Fax • (407)855-3094

April 26, 1995

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

RE: W95000008123
SUBJECT: GLOBAL AIR CARGO, INC.
REF: 995A00017693

Enclosed please find the corrected Articles of Incorporation for your approval. Also, should you have any further questions, I can be reached at the enclosed number.

Thank you for your assistance.

Sincerely,



Thomas R. Murray

TRM:lf

Enclosure

ARTICLES OF INCORPORATION
OF
GLOBAL AIR CARGO, INC.

EFFECTIVE DATE
4-1-95

FILED
95 APR 10 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is GLOBAL AIR CARGO, INC.

Article II - Duration

This corporation shall exist perpetually commencing on April 1, 1995.

Article III - Purpose

This corporation is organized:

1. To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

2. To engage in any activity or business permitted under the laws of the United States and of this State, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of \$1 DOLLAR (\$1.00) par value common stock, which shall be designated "Common Shares". No shareholder shall be entitled to preemptive rights.

Article V - Initial Registered Office and
Agent

The street address of the initial registered office of this corporation is 6300 Hazeltine National Drive, Suite 100, Orlando, Florida; the name of the registered agent at that address is THOMAS R. MURRAY,

Article VI - Initial Board of Directors

This corporation shall have FOUR (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Roger Bouws
7727 Bay Pines Drive
Zephyrhills, FL 33544

Bradley J. Portman
815 Woodmeade Ct
Orlando, FL 32828

James G. Gain
8610 Chickory Crt.
Orlando, FL 32825

Thomas R. Murray
7675 Apple Tree Crt.
Orlando, FL 32819

Article VII - Incorporator

The name and address of the person signing these Articles is
Thomas R. Murray, 6300 Hazeltine Nat'l Dr., Suite 100, Orlando, FL 32822.

Article VIII-By-laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

Article IX - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article X - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 01 day of April, 1995.


Thomas R. Murray

STATE OF FLORIDA
COUNTY OF ORLANDO

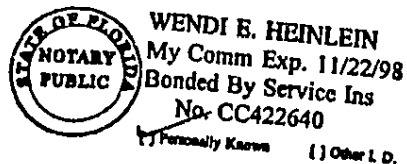
Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Thomas R. Murray, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 01st day of April, 1995.

Wendi E. Heinlein
Notary Public - State of Florida
at Large
Address: 2888 Southern Dunes Blvd.
Haines City, FL 33844

My commission expires: 11-22-98

Seal



STATE OF FLORIDA

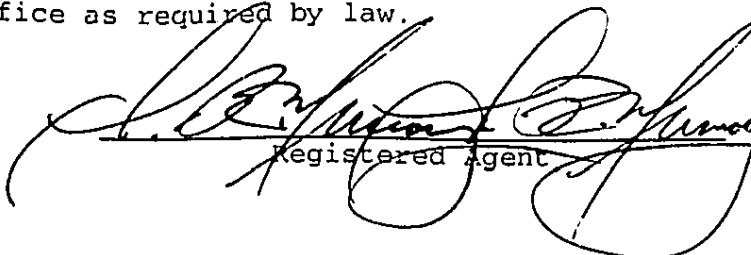
Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be served and Names and Addressees of the Officers and Directors.

The following is submitted, in compliance with
Chapter 48.(91, Florida Statutes

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 6300 Hazeltine National Drive Suite 100; City of Orlando, Florida County of Orange, State of Florida, has named Thomas R. Murray located at 6300 Hazeltine Nat'l Dr., Suite 100, Orlando, FL 32822 County of Orange, State of Florida, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


Registered Agent

FILED
95 APR 10 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA