

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Apr 25 1997 8:00am  
Secretary of State

|                                                       |                                                                                   |                                                                                                           |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br><b>1997</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|

DOCUMENT # P95000057424 (0)

1. Corporation Name

CONTINENTAL FREIGHT FORWARDING, INC.



|                                                                                                                         |                                                                                                                  |
|-------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| Principal Place of Business<br><del>4675 PONCE DE LEON BOULEVARD</del><br><del>SUITE 305</del><br>CORAL GABLES FL 33146 | Mailing Address<br><del>4675 PONCE DE LEON BOULEVARD</del><br><del>SUITE 305</del><br>CORAL GABLES FL 33146-2113 |
|-------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|

|                                                        |                                              |
|--------------------------------------------------------|----------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>07/24/1995</b> | 3a. Date of Last Report<br><b>05/01/1996</b> |
|--------------------------------------------------------|----------------------------------------------|

|                                                                                       |                                                                            |
|---------------------------------------------------------------------------------------|----------------------------------------------------------------------------|
| 2. Principal Place of Business<br>21 <b>4445 N.W. 97th Ave</b><br>Suite, Apt. #, etc. | 2a. Mailing Address<br>26 <b>4445 N.W. 97th Ave</b><br>Suite, Apt. #, etc. |
| 22 City & State<br>23 <b>Miami, FL</b>                                                | 27 City & State<br>28 <b>Miami FL</b>                                      |
| 24 Zip<br><b>33178</b>                                                                | 25 Country<br><b>DADE</b>                                                  |
| 29 Zip<br><b>33178</b>                                                                | 30 Country<br><b>DADE</b>                                                  |

|                                                                                                                                                             |                                       |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| 4. FEI Number<br><b>65-0597751</b>                                                                                                                          | Applied For<br>Not Applicable         |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                   | <b>\$8.75</b> Additional Fee Required |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                          | <b>\$5.00</b> May Be Added to Fees    |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                       |

|                                                                                                                                                                        |                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| 9. Name and Address of Current Registered Agent<br><b>DUNWODY, W.E. III</b><br><b>4675 PONCE DE LEON BOULEVARD</b><br><b>SUITE 305</b><br><b>CORAL GABLES FL 33146</b> |                                              |
| 81 Name                                                                                                                                                                | 10. Name and Address of New Registered Agent |
| 82 Street Address (P.O. Box Number is Not Acceptable)                                                                                                                  |                                              |
| 83                                                                                                                                                                     |                                              |
| 84 City                                                                                                                                                                | 85 Zip Code                                  |

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reappointing)

DATE

| 12. OFFICERS AND DIRECTORS |                                                | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                              |
|----------------------------|------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------|
| TITLE                      | <b>D</b>                                       | 1.1 TITLE                                             | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>DUNWODY, W.E. III</b>                       | 1.2 NAME                                              |                                                                              |
| STREET ADDRESS             | <b>4675 PONCE DE LEON BOULEVARD, SUITE 305</b> | 1.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | <b>CORAL GABLES FL 33146</b>                   | 1.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <b>P</b>                                       | 2.1 TITLE                                             | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>CIERO, JOSEPH A.</b>                        | 2.2 NAME                                              |                                                                              |
| STREET ADDRESS             | <b>18434 NW 13TH ST</b>                        | 2.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | <b>PEMBROKE PINES FL</b>                       | 2.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <b>VP</b>                                      | 3.1 TITLE                                             | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>SANCHEZ, CARLOS A.</b>                      | 3.2 NAME                                              |                                                                              |
| STREET ADDRESS             | <b>9120 SW 157TH PLACE</b>                     | 3.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | <b>MIAMI FL</b>                                | 3.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      |                                                | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       |                                                | 4.2 NAME                                              |                                                                              |
| STREET ADDRESS             |                                                | 4.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                                                | 4.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      |                                                | 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       |                                                | 5.2 NAME                                              |                                                                              |
| STREET ADDRESS             |                                                | 5.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                                                | 5.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      |                                                | 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       |                                                | 6.2 NAME                                              |                                                                              |
| STREET ADDRESS             |                                                | 6.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                                                | 6.4 CITY-ST-ZIP                                       |                                                                              |

**P/D**  
**CIERO, Joseph A.**  
**18434 N.W. 13th St.**  
**PEMBROKE PINES, FL 33029**  
**VP/D**  
**SANCHEZ, CARLOS A.**  
**9120 S.W. 157th PLACE**  
**MIAMI, FL 33196**

14. I do 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 annual report or supplemental annual 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 12 or Block 13 if changing, or on an attachment with an address.

SIGNATURE:

*[Handwritten Signature]*

CR2E034 (9/96)