

P96000012483

MICHAEL B. UDELL
ATTORNEY AT LAW
235 N University Drive
Pembroke Pines, FL 33024

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ 100001707051
(Corporation Name) (Document #) -02/06/96--01022--005
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
56 FEB - 5 AM 9:08
TALLAHASSEE, FLORIDA

8N FEB - 9 1996

ARTICLES OF INCORPORATION
OF

FILED

96 FEB -5 AM 9:08

RAPID EXPRESS HOME DELIVERY, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida. Incorporated by reference into the Articles of Incorporation are all amendments and modifications to Chapter 607 Florida Business Corporations Act effective July 1, 1990.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is RAPID EXPRESS HOME DELIVERY, INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any land, or interest in lands, and any buildings or other structures, at any time owned or held the by the corporations. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved, or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.

(c) To carry on in any capacity any business or trade deemed legal in the State of Florida.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any business legal in the State of Florida.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform

all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having a par value of \$ 100.00. Said authorized shares may be divided into voting and nonvoting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is not specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$ 100.00.

ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI ADDRESS

The initial street address of the principal office of the corporation is to be at: 235 N. University Drive, Pembroke Pines, Florida 33024.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII RESIDENT AGENT

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act:

That RAPID EXPRESS HOME DELIVERY, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Pembroke Pines, County of Broward, has named Michael B. Udell, Esquire, located at 235 N. University Drive, Pembroke Pines, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


REGISTERED AGENT

ARTICLE VIII
DIRECTORS

The corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE IX
INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

ARLENE GOLDMAN, President/Secretary, 1895 N.E. 214th Terrace,
Miami, Florida 33179

ARTICLE X
SUBSCRIBERS

The names and street addresses of the subscribers to these articles of incorporation, the number of shares agreed to take and the value of the consideration therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>AMOUNT</u>
ARLENE GOLDMAN	1895 N.E. 214th Terr. Miami, Florida 33179	100	\$100.00

ARTICLE XI
EFFECTIVE DATE

These articles of incorporation shall be effective on the 30 day of January, 1996.

ARTICLE XII
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these articles of incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing articles of incorporation under the Laws of the State of Florida, this 30 day of January, 1996.


ARLENE GOLDMAN

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned notary public, personally appeared ARLENE GOLDMAN to me well known to me to be the individual described in and first being sworn, executed the foregoing articles of incorporation and acknowledged before me that she executed the same for the purposes therein stated. The foregoing instrument was acknowledged before me this date by ARLENE GOLDMAN who is personally known to me and produced a driver's license as identification and did take an oath.

WITNESS my hand and official seal in the County and State

named above this 30 day of January, 1996.

Helene J. UdeLL
NOTARY PUBLIC



HELENE J. UDELL
MY COMMISSION # CG 194331 EXPIRES
April 15, 1998
BONDED THROUGH FARMERS GROUP, INC.

Articles prepared by:
MICHAEL B. UDELL, ESQUIRE
235 N. University Drive
Pembroke Pines, Florida 33024

FILED
56 FEB -5 AM 9:09
TALLAHASSEE, FLORIDA

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ATTORNEY AT LAW
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Kenda

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of RAPID EXPRESS HOME DELIVERY, INC., filed in Tallahassee on February 5, 1996, be and they hereby are amended in the following particulars:

Article I, be and it hereby is amended to read as follows:

"The name of the corporation is RAPID SERVICE HOME DELIVERY, INC."

2. The foregoing amendments were adopted by the shareholders and directors of the corporation on the 16th day of February, 1996.

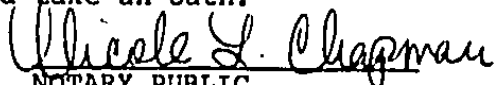
IN WITNESS WHEREOF, the undersigned President/Director of this corporation has executed these Articles of Amendment this 16 day of February, 1996.

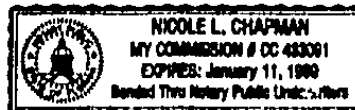

ARLENE GOLDMAN, President
and Director

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 16th day of February, 1996 by ARLENE GOLDMAN, who is personally known to me and who did take an oath.


NOTARY PUBLIC



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96 FEB 20 PM 2
SECRETARY OF S
TALLAHASSEE, FL

MINUTES OF SHAREHOLDER AND DIRECTORS MEETINGS

The Board of Directors and Stockholders of RAPID EXPRESS HOME DELIVERY, INC., a Florida corporation, met at the offices of the corporation on the 16th day of February, 1996, at Pembroke Pines, Florida, pursuant to a call of the meeting by the President.

Present were a quorum of the stockholders and a quorum of the members of the Board of Directors.

The President of the corporation, Arlene Goldman, presided as Chairman of the meeting and Arlene Goldman, its Secretary, acted as such.

The Chairman called the meeting to order and the Secretary thereupon presented and read the Waiver of Notice to the meeting signed by all the stockholders and directors of the corporation, which was ordered to be made part of the minutes of this meeting.

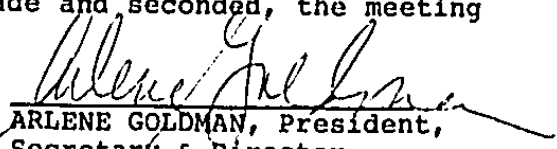
The Chairman announced that the purpose of the meeting was to discuss and act upon a recommendation of the Board of Directors to change the name of the corporation from RAPID EXPRESS HOME DELIVERY, INC. to RAPID SERVICE HOME DELIVERY, INC.

After discussion and review, the following resolutions were unanimously adopted by the Board of Directors and the holders of 100% of the issued and outstanding shares of the stock of the corporation.

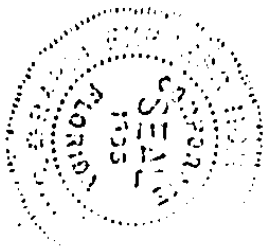
BE IT RESOLVED AS FOLLOWS:

That the corporate name of RAPID EXPRESS HOME DELIVERY, INC. be changed to RAPID SERVICE HOME DELIVERY, INC.

There being no further business to come before the directors and shareholders, upon motion duly made and seconded, the meeting was adjourned.


ARLENE GOLDMAN, President,
Secretary & Director

(CORPORATE SEAL)



RESOLUTION CHANGING CORPORATION NAME

RESOLVED AS FOLLOWS:

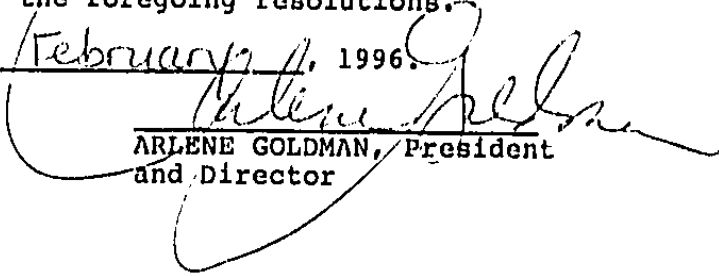
1. That the name of the corporation be changed to that of RAPID SERVICE HOME DELIVERY, INC.

2. That the President and Secretary be and they hereby are authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.

3. That the Secretary be and he hereby is authorized to execute a Certificate of Amendment of the By-Laws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said certificate to the By-Laws of this corporation.

4. That the President and Secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

Dated this 11th day of February, 1996.


ARLENE GOLDMAN, President
and Director

(CORPORATE SEAL)

