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MORTON H. SILVER
Attorney at Law

Cpt6/Secretary4

December 31, 1995

P.O. Box 881410
International Airport Dr.
Miami, Florida 33188
Phone (305) 871-8030 • 248-5388
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Hon. J. Kassee
Directors Office
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

Attention: Jo Mynard

Privileged & Confidential

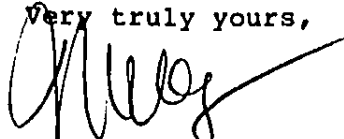
In re: Registration of: Pantera Express, Inc.

Dear Sir:

Enclosed please you will find duly executed articles for the above corporation, together with a check to cover the costs of registering same.

Thank you very much.

Very truly yours,


MORTON H. SILVER

MHS:gn
encl.
cc. Mary Elizabeth Reyes

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES of INCORPORATION
of
PANTERA EXPRESS, INC.

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SECRETARY OF STATE
FLORIDA

The undersigned incorporators under these Articles of Incorporation
in order to form a corporation under the laws of Florida, hereby certify:

ARTICLE 1- The name of the corporation is:

PANTERA EXPRESS, INC.

ARTICLE 2- This corporation is to exist perpetually.

ARTICLE 3- The general purposes for which this corporation is
organized is:

(a) To engage in the business of transporting property, as well as
persons, for hire by motor vehicle, aircraft, watercraft, and any other
means of conveyance, as a common carrier or otherwise, and any other
service in connection with such business, both at wholesale or retail,
as principal or agent, and to acquire, own, operate, lease, and dispose
of like businesses.

(b) To do anything which a corporation may lawfully do under the laws
of the State of Florida.

ARTICLE 4- The aggregate number of shares of stock which the
corporation shall have authority to issue is 50 shares of no par value,
capital stock.

ARTICLE 5- The street address of the initial principal office, and
the street address of the initial registered office of the corporation is:

1510 S.W. 139th Avenue, Miami, Florida 33184

and the name of its initial registered agent at such address is
Mary Elizabeth Reyes.

ARTICLE 6- This corporation shall have not less than one director
on the Board of Directors initially. The By-Laws may increase or diminish

the number of directors, but shall never be less than one. The names and addresses of the members of the first Board of Directors are:

Name: Mary Elizabeth Reyes

Address: 1510 S.W. 139th Avenue, Miami, Florida 33184

Name: Martha Lopez

Address: 709 N.W. 105 Place, Miami, Florida 33172

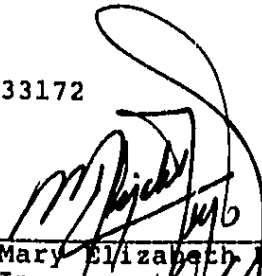
ARTICLE 7- The name and address of each incorporator of the corporation is:

Name: Mary Elizabeth Reyes

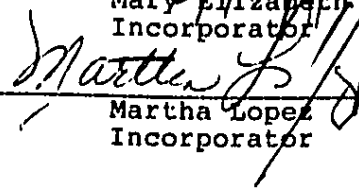
Address: 1510 S.W. 139th Avenue, Miami, Florida 33184

Name: Martha Lopez

Address: 709 N.W. 105 Place, Miami, Florida 33172



Mary Elizabeth Reyes
Incorporator



Martha Lopez
Incorporator

STATE OF FLORIDA:

COUNTY OF DADE :

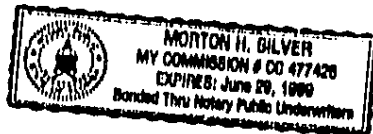
Acknowledgment

PERSONALLY APPEARED before me, the undersigned authority, Mary Elizabeth Reyes and Martha Lopez, to me well known as the person(s) described as Incorporator(s) in the above Articles of Incorporation, and acknowledged it to be their deed.

WITNESS my hand and seal this 28 day of December, 1995 at City of Miami, County of Dade, State of Florida.

Morton H. Silver
Notary Public- State of Florida

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties.

Dated: December 28 1995

Mary Elizabeth Reyes
REGISTERED AGENT
Mary Elizabeth Reyes
1510 S.W. 139th Avenue
Miami, Florida 33184

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