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RICHARD HEVIA
10480 S W 62TH STREET
MIAMI, FL. 33173

FILED
FEB 13 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEBRUARY 10, 1996

SECRETARY OF STATE
TALLAHASSEE, FL. 32302

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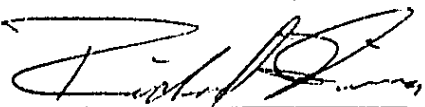
DEAR SIR:

ENCLOSED HEREWITH ARE THE ARTICLES OF INCORPORATION OF THE PROPOSED CORPORATION " S.T.A.T. COURIER SYSTEMS, INC." ALONG WITH A CHECK IN THE AMOUNT OF \$122.50 TO COVER ALL COSTS.


PLEASE RETURN A CERTIFIED COPY OF SAID ARTICLES OF INCORPORATION, ENDORSING YOUR APPROVAL THEREON.

WE WOULD APPRECIATE YOUR OFFICE PROCESSING THIS CHARTER IMMEDIATELY AND RETURNING SAME IN THE ENCLOSED STAMPED SELF-ADDRESSED ENVELOPE. IF , FOR ANY REASON , A CHARTER CANNOT BE ISSUED IMMEDIATELY FOR THE PROPOSED CORPORATION , PLEASE ADVISE.

VERY TRULY YOURS,



RICHARD HEVIA
(305) 271-7785

2/16/96


ARTICLES OF INCORPORATION

OF

S.T.A.T. COURIER SYSTEMS, INC.

ARTICLE 1

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE:

S.T.A.T. COURIER SYSTEMS, INC.

ARTICLE 11

NATURE OF THE CORPORATE BUSINESS:

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 111

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCK. THE SHARES OF STOCK AUTHORIZED SHALL BE COMMON STOCK HAVING A PAR VALUE OF ONE (1) DOLLAR PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE 1V

PRINCIPAL PLACE OF BUSINESS

THE CORPORATION'S PRINCIPAL OFFICE IN THE STATE OF FLORIDA SHALL BE AT, 10480 S W 62ND STREET, MIAMI. FL. 33173

ARTICLE V

BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS MAY BE ALTERED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. HOWEVER, THE CORPORATION SHALL HAVE NO LESS THAN ONE (2) DIRECTORS AT ANY TIME.

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TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL DIRECTORS

NAME	ADDRESS
RICHARD HEVIA	10480 S W 62ND STREET MIAMI, FL. 33173
CHARLES P. YOUNG III	3508 GARDEN LANE MIRAMAR, FL. 33033

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TALLAHASSEE, FLORIDA
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THE FIRST DIRECTORS SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF THE STOCKHOLDERS OF THE CORPORATION.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

ARTICLE VII

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST. S.T.A.T. COURIER SYSTEMS, INC.. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE INDICATED IN THE ARTICLES OF INCORPORATION AT 10480 S W 62ND STREET, COUNTY OF DADE, STATE OF FLORIDA HAS NAMED RICHARD HEVIA WHOSE OFFICE IS LOCATED AT 10480 S W 62ND STREET, MIAMI, FL. 33173 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 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.


RICHARD HEVIA
RESIDENT AGENT

ARTICLE V111

INCORPORATOR

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

INCORPORATOR	ADDRESS
RICHARD HEVIA	10480 S W 62ND STREET MIAMI, FL. 33173

95 FEB 13 AM 10:25
 COUNTY CLERK
 STATE OF FLORIDA
 MIAMI OFFICE

ARTICLE IX

PRE-EMPTIVE RIGHTS

ANY SHAREHOLDER OF THE CORPORATION DESIRING TO SELL HIS/HER SHARES IN THE CORPORATION, SHALL FIRST OFFER THOSE SHARES TO THE OTHER SHAREHOLDERS UPON THE SAME TERMS AND CONDITIONS AS THE SHARES ARE BEING OFFERED TO NON-SHAREHOLDERS. ANY OTHER SHAREHOLDERS WISHING TO PURCHASE THE OFFERED SHARES, SHALL EXERCISE THEIR RIGHT OF FIRST REFUSAL WITHIN THIRTY (30) DAYS OF RECEIPT OF A WRITTEN OFFER TO SELL. THEREAFTER, THE SELLING SHAREHOLDER SHALL BE FREE TO SELL HIS/HER SHARES TO ANY NON-SHAREHOLDER UPON THE SAME TERMS AND CONDITIONS AS WERE OFFERED TO THE REMAINING SHAREHOLDERS.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION TO DO BUSINESS WITHIN THE STATE OF FLORIDA, DOES MAKE AND FILE THESE "ARTICLES OF INCORPORATION", HEREBY DECLARING AND CERTIFYING THAT THESE FACTS ARE TRUE.

BY [Signature]
RICHARD HEVIA

STATE OF FLORIDA)
COUNTY OF DADE) SS.:

BE IT REMEMBERED that on this day before me, a Notary public duly authorized in the State and County named above to take acknowledgments, personally appeared RICHARD HEVIA to me known to be the person described as the Incorporator, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, This 12th day of Feb, 1996

[Signature]
NOTARY PUBLIC

