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STATE OF FLORIDA

SUITE 100

1902 W. LAGUNA ST.

MT. VERNON, FL 33131

FAX: (904) 922-0000

CONTACT: RAY STORMON

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ROADRUNNER SERVICES, INC.

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**ARTICLES OF INCORPORATION FOR
ROADRUNNER SERVICES, INC.**

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

NAME OF CORPORATION

The name of the corporation shall be ROADRUNNER SERVICES, INC. whose address is 5524 West Flagler Street, Miami, FL 33134.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 5524 West Flagler Street, Miami, FL 33134, and the name of the registered agent at said address is Rene Silva.

Louder M. Gonzalez
5524 W. Flagler St.
Miami, FL 33134
(305) 263-9100
FBN. 0872172

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VI

INCORPORATOR

The name and address of the incorporator is as follows:

Lourdes M. Gonzalez, Esq.,
5524 West Flagler Street
Miami FL 33134

VII

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one.

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

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X

INDEMNIFICATION

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

XI

BY-LAW AMENDMENT



The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

XII

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 1 day of May, 1996.


Lourdes M. Gonzalez, Esq.

Rene Silva, Registered Agent

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STATE OF FLORIDA)
) AS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared LOURDES M. GONZALEZ, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 15th day of May, 1996.



NOTARY PUBLIC
State of Florida at Large,

My Commission expires:



SAUL CRABLER
COMMISSION # CO 8884441
EXPIRES JUL 31, 1998
SIGNED THIS
ATLANTA, GEORGIA CO., GA.

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ACCEPTANCE BY REGISTERED AGENT
 JF
 ROADRUNNER SERVICES, INC.

I, RENE SILVA, as the registered agent of ROADRUNNER SERVICES, INC., a Florida corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation

REGISTERED AGENT:

René Silva
 RENE SILVA

STATE OF FLORIDA)
) ss:
 COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared RENE SILVA to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 14 day of May, 1996.

NOTARY PUBLIC
 State of Florida at Large,

My Commission expires:



SAUL COSSLER
 COMMISSION # 00586441
 EXPIRES JUL 31, 1998
 BOUND TALL
 ATLANTIC BONDING CO., INC.

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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