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PUBLIC ACCESS SYSTEM  
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TO: DIVISION OF CORPORATIONS FROM: GRIFFEXPRESS, CORP.  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
400 W. GAY STREET  
TALLAHASSEE, FL 32301  
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DIVISION OF CORPORATIONS

96 MAY 30 PM 1:55

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 141 NE 3rd Ave.  
 #206  
 Miami, FL 33132

## ARTICLES OF INCORPORATION

### ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: CRIPPE EXPRESS, CORP.

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

7930 E. DRIVE #114  
 N. BAY VILLAGE, FL. 33141

### ARTICLE II - PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

### ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES AT ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

### ARTICLE IV - PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

### ARTICLE V - INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

7930 E. DRIVE #114  
 N. BAY VILLAGE, FL. 33141

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

MARCOS A. S. OLIVEIRA

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

56 MAY 30 PM 4:30

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#### ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 2 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ARE:

MARCOS A. S. OLIVEIRA PRESIDENT & DIRECTOR  
RAPIK DE MELLO VICE PRESIDENT & DIRECTOR

#### ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

MARCOS A. S. OLIVEIRA  
7930 E. DRIVE #114  
N. BAY VILLAGE, FL. 33141

#### ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

#### ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

#### ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

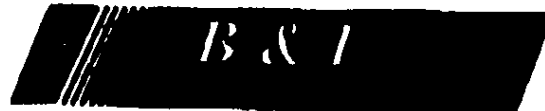
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 25th DAY OF MAY OF 1996.

Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT GRIFFE EXPRESS, CORP. DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE  
COUNTY OF BADE, STATE OF FLORIDA, HAS APPOINTED:  
RAFIK DE HELLO

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

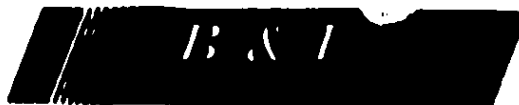
HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:  
GRIFFE EXPRESS, CORP.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF  
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE  
APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS:

29th DAY OF MAY, 1996.

*Rafik S. de Hello*  
Registered Agent

H96000007587.



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STATE OF FLORIDA)  
COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:

RAPER DE NELLO

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

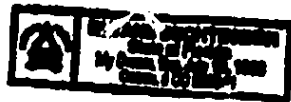
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL.

IN THE STATE AND COUNTY AFORESAID THIS 29th DAY OF MAY, 1996.

*[Handwritten signature]*

NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



FILED  
96 MAY 30 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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