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Examiner's initials

ARTICLES OF INCORPORATION

OF

ROYAL EXPRESS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

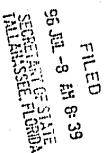
Article 1

The name of the corporation is ROYAL EXPRESS, INC.

Article II

Duration

This corporation shall exist perpetually.



Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article 1V

Mailing Address

The initial mailing address of the corporation is 7910 West 25th Avenue, Hialeah, Florida 33016.

Article_V

Capital Stock

(a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock each having \$1.00 par value.

Article_VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7910 West 25th Avenue, Hialeah, FL 33016, and the name of the initial registered agent of this corporation at that address is Victor Herrera.

Article VII

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provided that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

The name and street address of the incorporator of this corporation are:

Victor Herrera 7910 West 25th Avenue Hialeah, Florida 33016

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICIES FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ROYAL EXPRESS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Hialeah, State of Florida, has named Victor Herrera, located at 7910 West 25th Avenue, Hialeah, Florida 33016, as its agent to accept service of process within Florida.

Victor Herrera Incorporator

Dated: 7-3-96

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Victor Herrera Registered Agent

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on this _____ day of July, 1996.

Victor Herrera Incorporator 00/13/96 15:24

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8/13/96

FLORIDA DIVIDION OF CORPORATIONS PUBLIC ACCESS SYSTEM

BIMI PM

P. 001

(((H960000011255))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE 8405 NW B3RD BT SUITE C-100F FLORIDA BUITE C-100

469 EAST GAINES STREET MIAMI FL 33166-9-0000

TALLAHABBEE, FL 32399 CONTACT: LIDIA **FERNANDEZ** (305) 599-0839900 PHONE: (305) 599-0839

91 FAX: (305) 592-9591 DOLIMENT TYPE: BABIC AMENDMENTUMENT TYPE: BASIC AMENDMENT

NAME: ROYAL EXPRESS, INC. FAX AUDIT NUMBER: H96000011255 CURRENT STATUS: REGUESTED DATE REQUESTED: 08/13/1996 TIME REQUESTED: 14:01:18

CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 2 METHOD OF DELIVERY | FAX

ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 071001002335 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

| _ | ROYAL EXPRESS. INC. ' | |
|------------------------|---|------|
| - | (present name) | |
| Purzuani the follow | it to the provisions of section 607.1006, Fiorida Statutes, this Fiorida profit corporation ad- wing articles of amendment to its articles of incorporation: | opts |
| first: | Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) | |
| | ARTICLE I: | |
| | The name of the corporation shall be: | |
| | PREMIER EXPRESS INC. | |

96 AUG 13 PH 4: 02 SECULLASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Victor Herrera 7910 West 25th Avenue Hialeah, Fl 33016 (305) 364-7571

H96000011255

| THIRD: | The date of each amendment's adoption: August 1, 1996 | | | | |
|------------------------------------|--|--|--|--|--|
| | is Adoption of Amendment(e) (CHECK ONE) | | | | |
| LOURIS | • | | | | |
| Ē | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | | | |
| t | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote a parately on the amendment(s): | | | | |
| | "The number of votes cast for the amendment(s) was/were sufficient for approval by | | | | |
| | | | | | |
| | The amendment(e) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | | | |
| • | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | | | |
| Signed this day 13 of AUGUST 19 96 | | | | | |
| | The day of the same of the sam | | | | |
| Signature | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by | | | | |
| | the shareholders) | | | | |
| | OR | | | | |
| | (By a director if adopted by the directors) | | | | |
| | OR · | | | | |
| | (By an incorporator if adopted by the incorporators) | | | | |
| | : | | | | |
| | Victor Herrera | | | | |
| Typed or printed came | | | | | |
| | VICE- PRESIDENT | | | | |
| Title | | | | | |