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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

33401-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BAG AND COURIER CORPORATION

FAX AUDIT NUMBER: H96000010063

CURRENT STATUS: REQUESTED

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96 JUL 22 PM 1:04
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SAG AND COURIER CORPORATION

The undersigned for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of Incorporation.

ARTICLE ONE

The name and address of the Corporation is:

SAG AND COURIER CORPORATION
10400 S.W. 108 AVE. #310
MIAMI, FL. 33176

ARTICLE TWO

This corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE THREE

The corporation shall have perpetual existence.

ARTICLE FOUR

The aggregate number of shares which this Corporation is authorized to issue is ONE HUNDRED (100) Shares. Such shares shall be Common Stock of a single class. Each share of 200.00 Dollar par value.

Prepared by: JUAN C. CARDONA
10400 S.W. 108 AVE. #310
MIAMI, FL. 33176
TEL>(305) 595-1178

ARTICLE FIVE

The shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury shares of the Corporation or securities of the corporation convertible into or carrying a right to subscribe to, or acquire shares, or to acquire shares, issued, outstanding or sold by any shareholder.

ARTICLE SIX

The Registered Agent and the Street address of the initial Registered Office of this Corporation in the State of Florida shall be: JUAN C. CARDONA, 10400 S.W. 108 AVE. #310, MIAMI, FL. 33176

ARTICLE SEVEN

The number of Directors may be altered from time to time by Bylaws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time. The name and titles of each person who is to serve as a member of the initial Board of Director is:

JUAN C. CARDONA	-	PRESIDENT
MAURICIO MARTINEZ	-	VICE-PRESIDENT
CARLOS PULIDO	-	SECR./TREASURY

The member of the first Board of Director shall hold office for the first year of existence of this Corporation and/or until their successors are elected and qualified or appointed, or until their earlier resignation, removal from office, or death, whichever occurs first.

The name and address of the Incorporator to these Articles of Incorporation is:

Juan C. Cardona
104 S.W. 108 Avenue #310
Miami, Fl. 33176

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th, day of July 1996.


Juan C. Cardona-Incorporator

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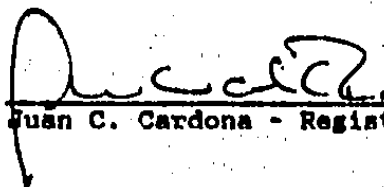
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 statute relative to the proper and complete performance of said duties.

Dated: May 18th, 1996


Juan C. Cardona - Register Agent

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