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8/21/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: FAB-T CORP. AGENTS, INC.
8405 NW 53RD ST
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: GOLD EAGLE EXPRESS, INC.

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TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

96 AUG 22 AM 8:26

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8-22-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
GOLD EAGLE EXPRESS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

GOLD EAGLE EXPRESS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8360 N.W. 74 Ave
Miami, FL 33166

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
85 Grand Canal Dr Ste 102
Miami, FL 33144
(305) 262-4990

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ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Venit J. Campo
85 Grand Canal Drive Ste 102
Miami, Florida 33144

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Oscar Quintero President \ Treasurer	101 N.W. 108 Terr # 303 Pembroke Pines, FL 33026
Sandra Quintero Vice-pres\Secretary	101 N.W. 108 Terr # 303 Pembroke Pines, FL 33026

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

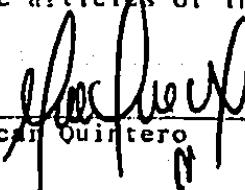
Oscar Quintero
101 N.W. 108 Terr # 303
Miami, FL 33026

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 19th day of August, 1996.


Oscar Quintero

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

WITNESSED:

That Gold Eagle Express, Inc., Desiring to organize under the laws of the state of Florida has appointed Yesit J. Campo of 85 Grand Canal Dr Ste 102, Miami, FL 33144 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of Gold Eagle Express, Inc. 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 agree to comply with the applicable provisions of the Florida Statutes, this 19th day August, 1996


Yesit J. Campo.
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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