

996000090473
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CELFER EXPRESS COMPANY
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

200001993152--4
-10/31/96--01118--009
****122.50 ****122.50

FROM: Edegar A. Pinto
Name (printed or typed)

5850 Lakehurst Dr. # 100
Address

Orlando, Fl. 32819
City, State & Zip

(407) 345-8282
Daytime Telephone number

NOV 4 1996

BSB

96 Oct 31 PM 5:03
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 Oct 31 PM 5:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CELFER EXPRESS COMPANY**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I, Name

The name of the corporation shall be:
Celfer Express Company

Article II, Mailing Address

The mailing address of this corporation shall be:
5850 Lakehurst Dr. # 100 - Orlando, FL., 32819

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
Fernando Santos Simões
5850 Lakehurst Dr. # 100 - Orlando, FL., 32819

Article V, Incorporator.

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

Edegar A. Pinto

Address

5850 Lakehurst Drive suite 100, Orlando, FL., 32819.

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Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services , as well as to be the representative of other companies if so is desired. This Corporation will also trade in the tour, travel and transportation business with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Fernando Santos Simões - President, VP, Treasurer, Secretary and Director

Postal address at:

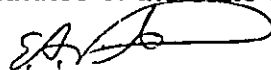
5850 Lakehurst Dr. # 100 - Orlando, FL., 32819.

Continuation, Page 3

Affidavit

State of Florida, Orange County.

Before me this day personally appeared Edegar A. Pinto, who being duly sworn, depose and say that he is the Incorporator of Celfer Express Company, and is hereby duly authorized, responsible and apt to incorporate according to the Statutes of the State of Florida.



Edegar A. Pinto

Sworn to and subscribed before me this October 14th, 1996.

STATE OF FLORIDA

COUNTY OF ORANGE

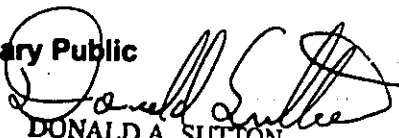
The foregoing instrument was acknowledged before me this 15 day of Oct, 1996, by EDEGAR

A. PINTO

Personally Known OR Produced Identification

Type of Identification Produced _____

Notary Public



DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376691
Bonded thru Official Notary Service

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CELFER EXPRESS COMPANY

2. The name and address of the registered agent and office is:

Fernando Santos Simoes

(Name)

5850 Lakehurst Dr. # 100

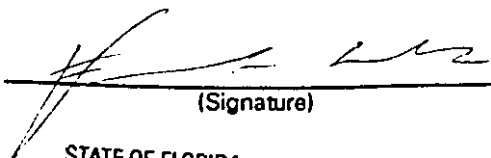
(P.O. Box not acceptable)

Orlando, Florida 32819

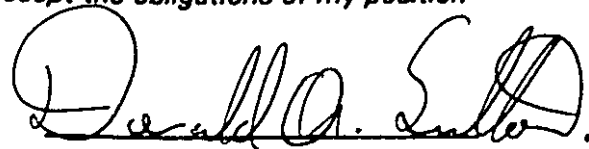
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)



DONALD A. SUTTON

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15 day of OCT, 1996, by FERNANDO SANTOS SIMOES

Personally Known OR Produced Identification _____
Type of Identification Produced _____

DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376691
Bonded thru Official Notary Service