

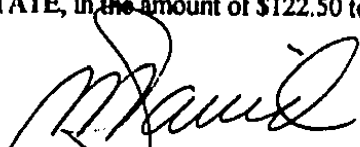
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MIAMI, 12th OCTOBER, 1996

DEPARTMENT OF THE STATE
DIVISION OF INCORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

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-10/21/96--01012--010
****122.50 ****122.50

I am sending these ARTICLES OF INCORPORATION of ATHERLEY-DAVID EXPEDITORS, INC. for their registration. Attached to these, is a check, made payable to the SECRETARY OF STATE, in the amount of \$122.50 to pay all fees.



MARY MICHELLE-ATHERLEY-DAVID

POSTAL ADDRESS:
12095 SW 116TH TERRACE
MIAMI, FL 33186

(305) 596-0368

FILED
96 NOV 12 AM 10:58
SEC. OF STATE
TALLAHASSEE, FLORIDA

~~496-22359~~

DMC
10/21/96
634



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1996

MARY MICHELLE-ATHERLEY-DAVID
12095 SW 116TH TERRACE
MIAMI, FL 33186

SUBJECT: ATHERLEY-DAVID EXPEDITORS, INC.
Ref. Number: W96000022359

We have received your document for ATHERLEY-DAVID EXPEDITORS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 796A00048465

Atherley-David Expeditors, Inc.

12085 SW 116th Terrace,
Miami, FL 33186
Ph: 305-896-0368
Fk: 305-412-9335
Email: mdavid4689@aol.com

November 5, 1996

FLORIDA DEPARTMENT OF STATE
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Doris McDuffie
Corporate Specialist Supervisor

SUBJECT: ATHERLEY-DAVID EXPEDITORS, INC.

Ref. Number: W96000022359

Your Letter Number: 796A00048465 dd 10/21/96

Dear Ms. McDuffie:

Many thanks for bringing the said oversight to my attention. The Articles of Incorporation have been corrected to reflect the corporation's principal office and mailing address in Article VII.

Please find enclosed an original and two copies of the Articles of Incorporation plus a copy of your letter dated 10/21/96. I appreciate your courteous assistance in the filing of this document.

Sincerely,



Mary Michelle Atherley-David

**ARTICLES OF INCORPORATION
OF
ATHERLEY-DAVID EXPEDITORS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ATERLEY-DAVID EXPEDITORS, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing at the time of filing of the articles of incorporation with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business, to include the following: to perform all and any lawful business both within and without the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock at \$50.00 (FIFTY DOLLARS) per value. The authorized capital shall not be less than \$5,000.00 (FIVE THOUSAND DOLLARS).

ARTICLE V - RIGHTS UPON LIQUIDATION AND DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution, or winding up of this corporation, the holders of record of common shares shall receive a rateable distribution of the assets of this corporation.

ARTICLE VI - PREVENTIVE RIGHTS

Each share holder, upon the sale for cash of any stock of this Corporation shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE, AND AGENT

The street address of the principal office of this corporation shall be 12095 SW 116TH Terrace, Miami, FL 33186. The street address of the initial registered office of this corporation shall be the same as that of the principal office being: 12095 SW 116TH Terrace, Miami, FL 33186. The name of the initial registered agent of this corporation at that address is: MARY MICHELLE ATERLEY-DAVID.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time as provided by the BY LAWS, but shall never be less than one (1). The name and address of the initial Directors of this Corporation are as follows:

NAME	ADDRESS
MARY MICHELLE ATHERLEY-DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186
CARLOS ALBERTO DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186
AMIRA ADELFA ATHERLEY	12095 SW 116 TH TERRACE MIAMI, FL 33186

ARTICLE IX - INCORPORATORS

The name and addresses of the persons signing these Articles of incorporation and the number of shares each are at this time subscribing to are :

NAME	ADDRESS	SHARES
MARY MICHELLE ATHERLEY-DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186	34
CARLOS ALBERTO DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186	33
AMIRA ADELFA ATHERLEY	12095 SW 116 TH TERRACE MIAMI, FL 33186	33

ARTICLE X - OFFICERS

The initial officers of this corporation and their addresses are as follows:

NAME	ADDRESS	TITLE
MARY MICHELLE ATHERLEY-DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186	PRESIDENT
AMIRA ADELFA ATHERLEY	12095 SW 116 TH TERRACE MIAMI, FL 33186	V. PRESIDENT
CARLOS ALBERTO DAVID	12095 SW 116 TH TERRACE MIAMI, FL 33186	TREASURER

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereof, reservation.

We, the undersigned, being each and all original subscribers to the capital stock here in above named for the purpose of forming a Corporation for profit to do business both within and without the state of Florida and out of the United States of America, do hereby make, subscribe, acknowledge, and file this certificate, hereby declaring and certifying that the facts here in stated are true and respectively agree to take the number of shares of stock here in above set forth and accordingly have here unto set out hands and seal this 12th day of October, 1996.

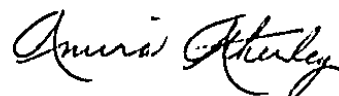
INCORPORATOR
MARY MICHELLE ATHERLEY-DAVID

INCORPORATOR



INCORPORATOR
AMIRA ADELFA ATHERLEY

INCORPORATOR



INCORPORATOR
CARLOS ALBERTO DAVID

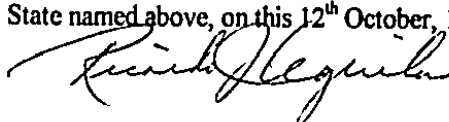
INCORPORATOR



STATE OF FLORIDA COUNTY OF DADE

I, HEREBY CERTIFY, that on this day, before me, a Notary Public for the State of Florida, an Officer duly authorized to administer oaths and take acknowledgments, personally appeared, MARY MICHELLE ATHERLEY-DAVID, AMIRA ADELFA ATHERLEY, and CARLOS ALBERTO DAVID, to me well known to be the persons described as subscribers in, and who executed the foregoing Articles of Incorporation of ATHERLEY-DAVID EXPEDITORS, INC. and acknowledged before me that they subscribed to those Articles of Incorporation.

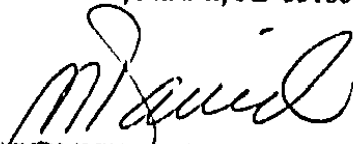
WITNESS, my hand and seal in the county and State named above, on this 12th October, 1996.



NOTARY ID # 681260
COMMISSION NO. CC 383724
COMMISSION EXPIRES 6/15/98

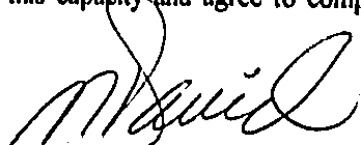
RESIDENT AGENT CERTIFICATE

ATHERLEY-DAVID EXPEDITORS, INC. desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, has named, MARY MICHELLE ATHERLEY-DAVID, at 12095 SW 116TH TERRACE, MIAMI, FL 33186 as its agent to accept service of process within this State.


MARY MICHELLE ATHERLEY-DAVID

ACKNOWLEDGEMENT

Having been named to accept service of process for the above Stated Corporation at the place designated in this certificate, I Hereby accept to act in this capacity and agree to comply with the provision of said act relative to keep open said office.


RESIDENT AGENT
MARY MICHELLE ATHERLEY-DAVID

**STATE OF FLORIDA
COUNTY DADE**

BEFORE ME, THE UNDERSIGNED AUTHORITY, a Notary Public of the State of Florida, personally appeared, MARY MICHELLE ATHERLEY-DAVID, the first party executing the Resident Agent Certificate and the latter party executing the Acknowledgment, both foregoing to which I attest.

WITNESS, my hand and seal in the county and state above named on this 12th day of October, 1996.



NOTARY ID # 681260
COMMISSION NO. CC 383724
COMMISSION EXPIRES 4/15/98