



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

January 10, 1997

P97000006545

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: TAZ Messenger Service, Inc.
P3312644TAMIL

FILED
97 JAN 17 PM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for TAZ Messenger Service, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Regina Cephas/EB
Regina Cephas
Vice President

1/23/97
TH

enc.

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*****70.00 *****70.00

ARTICLES OF INCORPORATION
OF
TAZ MESSENGER SERVICE, INC

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be TAZ Messenger Service, Inc.
- SECOND: The address initial registered office of the corporation is 200- A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 44 NW 74th Ave., Miami, FL 33126.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 1500 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Boris Millan- 44 NW 74th Ave., Miami, FL 33126.
Jorge Perez- 7505 SW 82nd St., Miami, FL 33143.
- SEVENTH: The duration of this corporation is perpetual.
- EIGHTH: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
Elizabeth Brown 1313 N. Market St., Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 3rd day of January, 1997.

State of Delaware

Elizabeth Brown
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 3rd day of January, 1997 by Elizabeth Brown.

Susan M. Griffin

Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by, Elizabeth Brown, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this TAZ MESSENGER SERVICE, INC desiring to
organize under the laws of the state of Florida with its principal place of business located in the
city of Miami, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service
process within Florida.

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.


Larry Wolfe

January 10, 1997
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED