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LAW OFFICES  
*Larry O. Schatzman*

A PROFESSIONAL ASSOCIATION

LARRY O. SCHATZMAN

SUITE 412  
DADELAND TOWERS  
9200 SOUTH DADELAND BOULEVARD

*Miami, Florida 33156*

TELEPHONE (305) 670-1700

TELECOPIER (305) 670-1747

February 14, 1997

Secretary of State  
State of Florida  
Division of Corporations  
The Capitol  
Tallahassee, Fl. 32304

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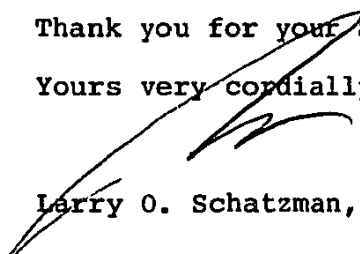
Dear Sir or Madam,

Enclosed please find two (2) original sets of the Articles of Incorporation of R.M.B. Transport, Inc., together with the filing fee and charge for a certified copy, \$122.50.

Kindly return a certified copy of the Articles to this office.

Thank you for your assistance.

Yours very cordially,

  
Larry O. Schatzman, P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

R.M.B. TRANSPORT, INC.

BY THESE ARTICLES OF INCORPORATION, the Incorporator forms corporation for profit under Florida law.

ARTICLE I

NAME

The name of this corporation is R.M.B. TRANSPORT, INC. and its mailing address shall be 600 N.E. 36 Street, #1421, Miami, FL 33137.

ARTICLE II

TERM

This corporation shall commence existence on the subscription and acknowledgement of these Articles, except that in the event the Articles are not filed with the Secretary of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgement hereof, corporate existence shall commence upon filing and shall exist perpetually.

ARTICLE III

PURPOSE

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607 of the Florida Statutes and any amendments or successor Statutes thereto.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

REGISTERED AGENT

The initial Registered Agent for this corporation is LARRY O. SCHATZMAN and the initial Registered Office is 9200 South Dadeland Boulevard, Suite 412, Miami, FL 33156.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI

### DIRECTORS

This corporation shall have a Board of Directors of five (5) directors initially. The number shall be fixed by the By-Laws and may be changed from time to time in accordance therewith.

## ARTICLE VII

### INITIAL OFFICERS AND DIRECTORS

The names and addresses of the members of the first Board of Directors are:

BRUNO DeMAYO  
600 N.E. 36 Street  
#1421  
Miami, FL 33137

President/Director

MELISSA DUQUE De ESTRADA  
600 N.E. 36 Street  
#1421  
Miami, FL 33137

Vice President/Director

BRUNO DeMAYO, JR.  
56 Spring Valley Road  
Paramus, NJ 07061

Director

MICHAEL DeMAYO  
56 Spring Valley Road  
Paramus, NJ 07061

Director

RAQUEL DUQUE De ESTRADA  
600 N.E. 36 Street  
#1421  
Miami, FL 33137

Secretary/Treasurer/Director

## ARTICLE VIII

### INDEMNIFICATION

The Corporation shall indemnify any officer and Director, including former officers and Directors, in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

## ARTICLE IX

### AMENDMENT

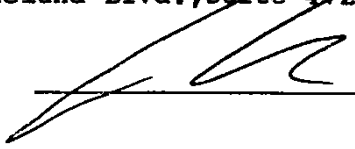
This Corporation reserves the right to repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the Shareholders is subject to

this reservation.

ARTICLE X  
INCORPORATOR

The name and address of the person signing these Articles is  
Larry O. Schatzman, 9200 S. Dadeland Blvd., Suite 412, Miami, Fl.,  
33156

DATED: February 14, 1997



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14  
of February, 1997 by Larry O. Schatzman incorporator, who  
personally known to me and did take an oath.

NOTARY PUBLIC:

Signature: Colleen D. Mosel

Print Name: Colleen D. Mosel  
State of Florida at Large  
My commission expires:



Colleen D Mosel  
My Commission C0815148  
Expires January 22, 2001

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at  
the Registered Office designated in the foregoing Articles of  
Incorporation, the undersigned accepts such designation.

  
LARRY O. SCHATZMAN