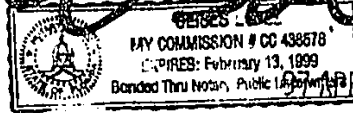


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hialeah, April 7, 1997

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****127.00 ****127.00

Division of Corporation
P O Box 6327
Tallahassee, FL 32314

Dear Sir:

Enclose Articles of Incorporation for HIALEAH
AUTOTRANSPORT CORP. and M. O. for \$127.00 to cover filing

Thank you for you attention,

Sincerely,

Ulises Lopez
5822 W. 3rd Ave.
Hialeah, FL
33012

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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4/10/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of.
HIALEAH AUTOTRANSPORT CORP.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is HIALEAH AUTOTRANSPORT CORP.
THE MAIL ADDRESS IS: 12796 N.W. 99TH CT. HIALEAH GARDEN, FL. 33018

ARTICLE II
SHARES

The total number of shares which the corporation shall have authority to issue is 500 shares with a par value of \$1.00 per share.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

MARIA C. RANGEL
12796 NW 99TH CT.
DADE County
HIALEAH GARDEN, FL 33018

ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

BOB GONTHALEZ
12796 NW 99TH C.T.
HIALEAH GARDEN, FL. 33018

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into 1 classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VII
OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

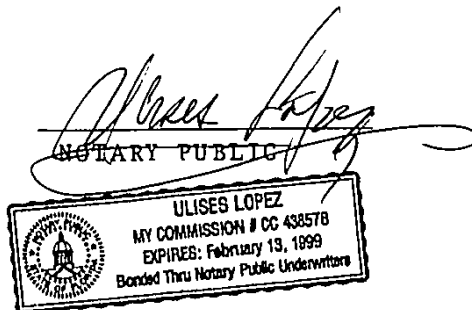
Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Bob Gonthalez
BOB GONTHALEZ, Incorporator
12796 NW 99TH C.T.
HIALEAH GARDEN, FL 33018

State of Florida, County of DADE, ss:

Subscribed and sworn to (or affirmed) before me this 5th day of April, 1997.



CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON SHOW PRECESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT HIALEAH AUTOTRANSPORT CORP. DESIRING TO QUALIFY UN-
DER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED: MARIA C.
RANGEL, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA.

Bob Gonthalez
Bob Gonthalez

President
TITLE

April 5th, 1997
DATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICA-
TE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT.
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STA-
TUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

Maria C. Rangel
Maria C. Rangel
Registered Agent