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Hon. J. Kassees
Directors Office
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

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Attention: Jo Mynard

Privileged & Confidential

In re: Registration of: Pantera Bonded Express, Inc.

Dear Sir:

Enclosed, please find duly executed articles for the above corporation, together with a check to cover the costs of registering same.

Thank you very much.

Very truly yours,

M. Elizabeth Reyes
Mary Elizabeth Reyes
1510 S.W. 139th Avenue
Miami, Florida 33184
MER/lr
encls.

c.c. File

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
4/18/97

ARTICLES OF INCORPORATION
of
PANTERA BONDED EXPRESS, INC.

The undersigned incorporator under these Articles of Incorporation, in order to form a corporation under the laws of Florida, hereby certify:

ARTICLE 1 - The name of the corporation is:

PANTERA BONDED EXPRESS, INC.

ARTICLE 2 - This corporation is to exist perpetually.

ARTICLE 3 - The general purposes for which this corporation is organized is:

(a) To engage in the business of transporting property, as well as persons, for hire by motor vehicle, aircraft, watercraft, and any other means of conveyance, as a common bonded carrier, common carrier or otherwise, and any other service in connection with such business, both at wholesale or retail, as principal or agent, and to acquire, own, operate, lease, and dispose of like businesses.

(b) To do anything which a corporation may lawfully do under the laws of the State of Florida.

ARTICLE 4 - The aggregate number of shares of stock which the corporation shall have authority to issue is 50 shares of no par value, capital stock.

ARTICLE 5 - The street address of the initial principal office, and the street address of the initial registered office of the corporation is:

6405 N.W. 36 St., St. 202-B, Miami, Florida 33166

and the name of its initial registered agent at such address is
Mary Elizabeth Reyes.

ARTICLE 6 - This corporation shall have not less than one director on the Board of Directors initially. The By-Laws may increase or diminish the number of directors, but shall never be less than one. The name and

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address of the member of the first Board of Directors is:

Name: Mary Elizabeth Reyes

Address: 1510 S.W. 139th Avenue, Miami, Florida 33184

ARTICLE 7 - The name and address of the incorporator of the corporation is:

Name: Mary Elizabeth Reyes

Address: 1510 S.W. 139th Avenue, Miami, Florida 33184



Mary Elizabeth Reyes
Incorporator

STATE OF FLORIDA:

:

ACKNOWLEDGMENT

COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, Mary Elizabeth Reyes, to me well knows as the person described as Incorporator in the above Articles of Incorporation, and acknowledged it to be her deed.

WITNESS my hand and seal this 14 day of April, 1997 at City of Miami, County of Dade, State of Florida.


Notary Public - State of Florida

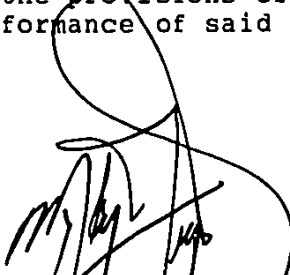
My Commission Expires:



REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties.

Dated: April 24 1997



REGISTERED AGENT
Mary Elizabeth Reyes
1510 S.W. 139th Avenue
Miami, Florida 33184

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