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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 10 PM 12:55

November 6, 1997

Department Of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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-11/10/97--01098--020  
\*\*\*\*122.50 \*\*\*\*122.50

EFFECTIVE DATE

11-6-97

Dear Sir/Madam:

Please accept the enclosed Articles of Incorporation for CDS Air Freight, Inc.. Please contact me by phone or mail at the address listed herein if you need any further information.

Thank you for your time and considerations in the handling of this matter.

Sincerely,



Stephen E Roberts  
RCM Associates, Inc.  
Post Office Box 940843  
Maitland, Fl 32794-0843  
407.246.0073

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D. BROWN NOV 12 1997

**EFFECTIVE DATE**  
11-6-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 10 PM 12:56

ARTICLES OF INCORPORATION  
FOR  
CDS Air Freight, Inc.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, Hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:  
CDS Air Freight, Inc.

The principal place of business of this corporation shall be:  
2110 Cochise Trail  
Casselberry, FL 32707

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 100 and these shares shall be shares of Common stock issued with a par value of one dollar (\$1.00) per share.

ARTICLE IV: COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence shall be the date of subscription and acknowledgement of these articles of incorporation.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold the office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR: Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707  
PRESIDENT: Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707

SECRETARY: Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707  
TREASURER: Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707

ARTICLE VII: INCORPORATOR(S)

The name(s) and Street address(es) of the Incorporator(s) to these articles of incorporation is(are):

Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707

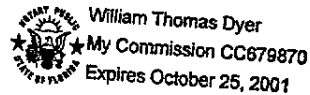
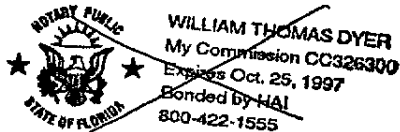
IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation this Thursday, November 6, 1997.

Euclides E Manana  
\_\_\_\_\_

STATE OF FLORIDA, COUNTY OF ORANGE THE FOREGOING instrument was acknowledged and sworn to before me Thursday, November 6, 1997, by Euclides E Manana of CDS Air Freight, Inc..

William Thomas Dyer  
Notary Public  
My Commission Expires: \_\_\_\_\_

(Seal)



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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

CDS Air Freight, Inc.

2. The name and address of the registered agent and office is:

Euclides E Manana  
2110 Cochise Trail  
Casselberry, FL 32707

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent:

Euclides E Manana

Date: 11/6/97