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V.I.P. TRANSPORTATION, INC

3342 S.W. 10 STREET  
MIAMI, FL 33135

January 7, 1998

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-01/12/98--01090--013  
\*\*\*\*122.50 \*\*\*\*122.50

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Registration of Articles of Incorporation V.I.P.  
Transportation, Inc.

Dear Mr./Madam:

I am sending along with this letter the Articles of Incorporation  
of V.I.P. Transportation, Inc.

Also, I attach the check for the payment of the mentioned  
Incorporation.

Sincerely,



Jose A. Del Carpio  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 12 AM 11:55

1-19-98  
WS

**ARTICLES OF INCORPORATION**

**OF**

**V.I.P. TRANSPORTATION, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 12 AM 11:55

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be: V.I.P. TRANSPORTATION, INC.

**ARTICLE II**

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

**ARTICLE III**

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 per share.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

**ARTICLE V**

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

#### ARTICLE VI

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two directors whose name and addresses are as follows:

JOSE A. DEL CARPIO    President/Treasurer  
620 N.W. 214 Street # 205  
Miami, Florida 33169

Luis Viera    Vice-President  
3342 S.W. 10 Street  
Miami, FL 33135

Eladio Rios    Secretary  
5733 S.W. 148 Court  
Miami, FL 33193

#### ARTICLE VII

The initial registered agent of the corporation is: Jose Del Carpio . The street address of the corporation's initial registered office is:

3342 S.W. 10 Street  
Miami, Florida 33135

#### ARTICLE VIII

The principal place of business and mailing address of this corporation shall be:

3342 S.W. 10 Street  
Miami, Florida 33135

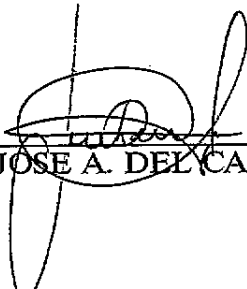
#### ARTICLE IX

The name and address of the incorporators executing these Articles of Incorporation are:

Jose A. Del Carpio  
620 N.W. 214 Street # 205  
Miami, Florida 33169

IN WITNESS WHEREOF, The undersigned incorporators have executed the these Articles of Incorporation this 20 of December of 1997.

Signature of incorporator:

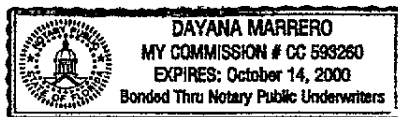
  
JOSE A. DEL CARPIO

STATE OF FLORIDA)

COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Jose A. Del Carpio to me known to be the person described above as subscriber in and who, after being duly sworn, executed the foregoing described Articles of Incorporation, and he acknowledged before me that he subscribed his name hereto for the purposes therein expressed.

Witness my hand and official seal at Miami, Dade County, Florida, This 5<sup>th</sup> day of January 1998



(SEAL)

Dayana Marrero  
Notary Public

Dayana Marrero  
Printed Name

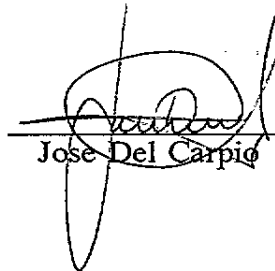
My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

HAVING BEEN DESIGNATED AS THE REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VII HEREINABOVE, I 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 THE POSITION OF REGISTERED AGENT UNDER SECTION 607.0505. FLORIDA STATUTES.

SIGNATURE

  
Jose Del Carpio (Registered Agent)

DATE 12/20/97

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98 JAN 12 AM 11:55