

4/14/98

P98000034022

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000007044 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: M.T.C. COURIER, INC.

AUDIT NUMBER.....H98000007044

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:04:17

FILED
98 APR 14 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

6m 4/14/98

(904)922-3709

04/14/98 14:23 FAXING DEPT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 14, 1998

EMPIRE

SUBJECT: M.T.C. COURIER, INC.
REF: W98000008352

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE FAX AUDIT NUMBER OF THE CERTIFICATE OF R.A. IS NOT LEGIBLE

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: E98000007044
Letter Number: 998A00019897

H98000007044

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 14 PM 3:34

FILED

ARTICLES OF INCORPORATION
OF
M.T.C. COURIER, INC.

ARTICLE I - NAME

The name of the corporation is: M.T.C. Courier, Inc., a Florida corporation.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

A. To engage generally in the business of providing courier, messenger, delivery and cargo services of all types and kinds, to the general public.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other government, and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

C. To purchase, manufacture or otherwise acquire and to own, mortgage, sell, pledge, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, any services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, cooperative association, state fair or exposition.

D. No recitation or declaration of special purposes or powers herein enumeration shall be deemed to be exclusive, but all lawful powers now or which may hereafter be conferred to a corporation for profit under the laws of the State of Florida are hereby included.

Louis L. LaFontaine, Jr.
3121 Commodore Plaza, Suite 301
Miami, FL 33133
Florida Bar No. 044851
(303) 444-3121

H98000007044

H98000007044

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is:

2200 SW 16 Street
Suite 220
Miami, FL 33145

and the name and address of the initial registered agent of this corporation is:

Marlen Trujillo
2200 SW 16 Street
Suite 220
Miami, FL 33145

ARTICLE VI - MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed by the Board of Directors consisting of not less than two and not more than five directors elected by a majority vote of the shareholders. Each director must be over eighteen (18) years of age.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the initial directors of this corporation are:

Marlen Trujillo
9251 SW 57 Terrace
Miami, FL 33173

Jesus M. Trujillo
9251 SW 57 Terrace
Miami, FL 33173

ARTICLE VIII - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

H98000007044

H98000007044

ARTICLE IX - INITIAL OFFICERS

The names and addresses of the initial officers and directors of this corporation are:

PRESIDENT
Marlen Trujillo
9251 SW 57 Terrace
Miami, FL 33173

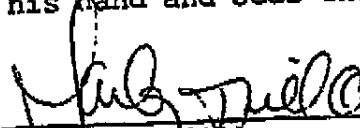
SECRETARY
Jesus M. Trujillo
9251 SW 57 Terrace
Miami, FL 33173

ARTICLE X - SUBSCRIBERS

The name and address of the person signing these Articles are:

Marlen Trujillo
9251 SW 57 Terrace
Miami, FL 33173

IN WITNESS WHEREOF, the subscriber to these Articles of Incorporation has hereunto set his hand and seal this 14 day of April, 1998.


Marlen Trujillo


Jesus M. Trujillo

H98000007044

H98000007044

H98000007044

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED


Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.:

FIRST: M.T.C. COURIER, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Miami, Florida, has named:

MARLEN TRUJILLO

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree with the provisions of said Act relative to keeping open said office.


Marlen Trujillo

H98000007044

H98000007044

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 APR 14 PM 3:34

FILED