P98000041528

TRANSMITTAL LETTER

Department of State Division of Corporations -P.O. Box 6327 Tallahassee, Florida 32314

500002509755--6 -05/04/98--01086--002 ****122.50 ****122.50

SUBJECT: ATLANTIC AIRFREIGHT, INC.

We are enclosing an original and one copy of the Articles of Incorporation for the above mentioned corporation along with a check in the amount of \$122.50.

SIGNED: Judith Dalfram

From:

JUDITH DAL FARRA

1465 N.W. 97TH AVENUE

MIAMI, FLORIDA 33172

(305)591-8787

Thank you.

98 MAY -4 PM 2: 29
SECRETARY OF STATE
TALLAHASSEE, FLORITA

ARTICLES OF INCORPORATION OF

<u> Santana da Para da Pa</u>

ATLANTIC AIRFREIGHT, INC.



ARTICLE I NAME

The name of the corporation shall be: ATLANTIC AIRFREIGHT, INC.

ARTICLE II PRINCIPAL OFFICE

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

1465 N.W. 97TH AVENUE

MIAMI, FLORIDA 33172 --

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1.000.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JUDITH DAL FARRA, C.P.A.

1465 N.W. 97TH AVENUE

MIAMI, FLORIDA 33172

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JUDITH DAL FARRA

1465 N.W. 97TH AVENUE

MIAMI, FLORIDA 33172

The undersigned has executed these Articles of Incorporation this 29 day of APRIL, 1998.

JUDITH DAL FARRA Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

ATLANTIC AIRFREIGHT, INC.

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

JUDITH DAL FARRA, C.P.A.

1465 N.W. 97TH AVENUE

MIAMI, FLORIDA 33172

Signature: Judia Dal frana

Title: INCORPORATOR

Date: 04/29/1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

Date: 04/29/1998 _