

P98000050637



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 845530 7137402

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : June 5, 1998

ORDER TIME : 11:28 AM

ORDER NO. : 845530-010

CUSTOMER NO: 7137402

CUSTOMER: Glee Triplett, Esq
GLEE A. TRIPLETT, ATTORNEY

16 Blackland Road, N.w.

800002549239--9

Atlanta, GA 30342

DOMESTIC FILING

NAME: ELEMAR TRAVEL EXPRESS, INC.

EFFECTIVE DATE: _____

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -5 PM 2:04

RECEIVED
DIVISION OF CORPORATION

98 JUN -5 PM 12:10

6/5/98

**ARTICLES OF INCORPORATION
OF
ELEMAR TRAVEL EXPRESS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -5 PM 2: 04

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

Article I

The name of the corporation shall be: ELEMAR TRAVEL EXPRESS, INC. (the "Corporation").

Article II

The principal place of business and mailing address of the Corporation is:

8254 N. W. 14th Street
Miami, Florida 33126

Article III

The number of shares that the Corporation is authorized to issue is 500 shares of common stock, all of which are of a par value of \$0.01 each and are of the same class.

Article IV

The name and street address of the initial registered agent of the Corporation are:

Victor Matos
8254 N. W. 14th Street
Miami, Florida 33126

Article V

The duration of the Corporation shall be perpetual.

Article VI

The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which

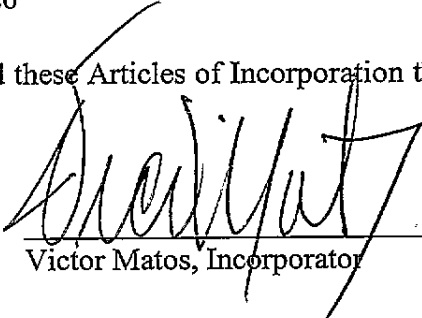
those indemnified may be entitled under any bylaw, vote of shareholders, or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Article VII

The name and address of the incorporator are as follows:

Victor Matos
8254 N. W. 14th Street
Miami, Florida 33126

The undersigned incorporator has executed these Articles of Incorporation this 3 day of June, 1998.



Victor Matos, Incorporator

Having been named as registered agent and to accept service of process for the above - named Corporation at the place designated in these Articles of Incorporation, 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.



Victor Matos

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -5 PM 2:04