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LAW OFFICES

ROBERT SMOLEY, P.A.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 29 PM 12:49

FORT LAUDERDALE OFFICE
1701 BARNETT BANK TOWER
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
TELEPHONE: (954) 761-1100
FACSIMILE: (954) 761-1138

REPLY TO:
MIAMI

June 16, 1998

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

700002574637--4
-05/29/98-01052-014
***122.50 ***122.50

Re: New filing

Dear Madam Secretary:

Enclosed is an original Articles of Incorporation for TRANSPORT U.S.A., INC., along with the filing fee of \$122.50.

If you have any questions, please do not hesitate to contact me at my office.

Thank you for your cooperation.

Very truly yours,

Robert Smoley
Robert Smoley, Esq.

Robert Smoley GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Art. II*
DATE *6/30/98*
DOC. EXAM *Deir Brown*

4
D. BROWN JUN 30 1998

ARTICLES OF INCORPORATION OF TRANSPORT U.S.A., INC.

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The undersigned incorporator hereby forms a corporation
under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

TRANSPORT U.S.A., INC.

The address of the principal office of this corporation shall be 20725 N. W.
16th Avenue, Suite A4, North Miami Beach, Florida 33179, and the mailing
address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum 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 par value per share.

ARTICLE IV - ADDRESS

The street address of the _____ of the corporation shall be
20725 N. W. 16th Avenue, Suite A4, North Miami Beach, Florida 33179 and the
name and address of the initial registered agent of the corporation is Robert
Smoley, Esq., The Miami Center, 17th Floor, 201 So. Biscayne Boulevard, Miami,
Florida 33131.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INITIAL OFFICERS & DIRECTORS


The name and street address of the initial officers and directors to these Articles of Incorporation are: - - - - -

Yaron Tishby	President/Director
3101 S. W. 25 th Street	
Bay 106	
Pembroke Park, Florida 33009	

Ezequiel Sar-Shalom	VP/Director
20725 N. W. 16 th Avenue	
Suite A4	
North Miami Beach, FL 33179	

David Saig	Secy/Treasurer/Director
20725 N. W. 16 th Avenue	
Suite A4	
North Miami Beach, FL 33179	

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, on this 16 day of June, 1998.



YARON TISHBY, President

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

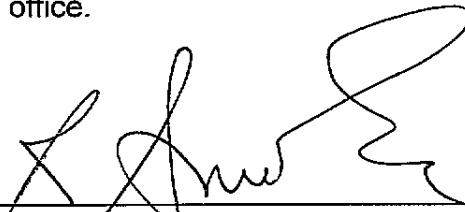
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: TRANSPORT U.S.A., INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in North Miami Beach, Florida, has named:

ROBERT SMOLEY, ESQ.

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

ACKNOWLEDGMENT: 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.

A handwritten signature in black ink, appearing to read 'R. Smoley', is written over a horizontal line.

ROBERT SMOLEY, Registered Agent

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