

P 98 0000 72883

TRANSMITTAL LETTER

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

EFFECTIVE DATE  
8-7-98

400002611574--7  
-08/10/98--01059--003  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: COBRA TRANSPORT CORPORATION  
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.  
6220 S. ORANGE BLOSSOM TRAIL, SUITE 142  
ORLANDO, FLORIDA 32809  
(407) 856-1906

FILED  
98 AUG 10 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSEB AUG 20 1998

W - 18381

Note: Additional copy of Articles is needed only when certified copy is requested.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 12, 1998

ACCOUNTING PROF. GROUP INC  
6220 S ORANGE BLVD TRAIL STE 142  
ORLANDO, FL 32809

SUBJECT: COBRA TRANSPORT CORPORATION  
Ref. Number: W98000018381

FILED  
98 AUG 10 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for COBRA TRANSPORT CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 498A00041984

ARTICLES OF INCORPORATION  
OF

COBRA EXPRESS LINE CORPORATION

EFFECTIVE DATE  
8-7-98

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is COBRA EXPRESS LINE CORPORATION  
initial address: 1953 Destiny Blvd. Ste 207, Kissimmee, Florida 34741.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing  
on August 7, 1998.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted  
under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares  
of Five (\$5.00) Dollar par value common stock, which shall be  
designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and  
office of this Corporation is William Collazo,  
1953 Destiny Blvd. Ste 207, Kissimmee, Florida 34741.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors, initially. The number of Director/s may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
William Collazo	1953 Destiny Blvd. Ste 207 Kissimmee, Florida 34741
Miguel A. Alberto	1953 Destiny Blvd. Ste 207 Kissimmee, Florida 34741

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

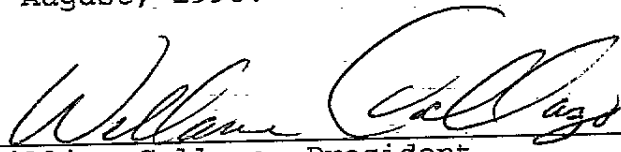
ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is  
William Collazo, 1953 Destiny Blvd. Ste 207, Kissimmee, Florida 34741.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any  
provisions contained in these Articles of Incorporation, in accordance  
with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of  
Incorporation this 7th day of August, 1998.

  
William Collazo, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN  
THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES,

DATED THIS 7th DAY OF August, 1998.

By   
William Collazo, Registered Agent

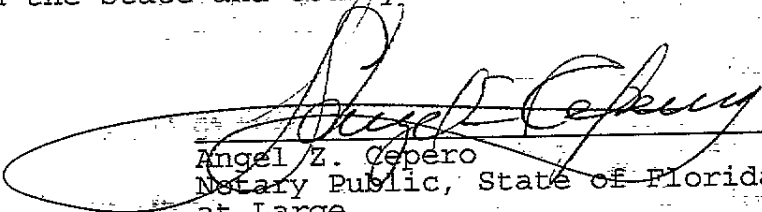
STATE OF FLORIDA

ORANGE COUNTY

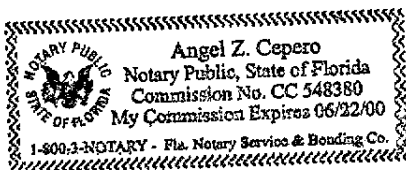
Before me, a Notary Public authorized in the State and County set forth above, personally appeared William Collazo, known to me and known by me to be the person who, as Incorporator of COBRA EXPRESS LINE CORPORATION, and he acknowledged before me that he executed those Articles of Incorporation.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared William Collazo, known to me and known by me to be the person who, as Registered Agent of COBRA EXPRESS LINE CORPORATION, and accepts the obligations and duties of the position of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th, day of August, 1998.

  
Angel Z. Cepero  
Notary Public, State of Florida  
at Large

My Commission Expires:



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA