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TRANSMITAL LETTER

Sept 22, 1998

EFFECTIVE DATE
9-22-98

Department of State
Division of Corporation
New Filing Section
409 East Gaines Street
Tallahassee, Fla. 32314
Phone # (850) 487-6067

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-09/25/98--01010--002
****122.50 ****122.50

ATT: Neysa Culligan

Subject: All Around Freightways, Inc.

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and a check in the amount of \$ 122.50 .

FOR

Noel E. Escobar
ACCOUNTANT
4420 SW 77th avenue
Davie, Florida 33328

Phone # (954) 474-5425
Fax # (954) 370-2146

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98 SEP 24 AM 11: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please fax me a copy of your screen, showing the document # date of filing, etc.

Sincerely Yours,

Noel E. Escobar

Noel E. Escobar
Accountant

Noel GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article VI
DATE 9/25/98
DOC. EXAM 100

me 9/25/98

EFFECTIVE DATE
9-22-98

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF**

ALL AROUND FREIGHTWAYS, INC.

The undersigned, acting as incorporator of the captioned corporation under the Florida Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

Corporate Name

The name of the corporation is ALL AROUND FREIGHTWAYS, INC.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on September 22, 1998

ARTICLE III

General Nature of Business

The object and purpose of this corporation is to engage in and to transact any or all lawful business for which corporations may be incorporated under the Laws of the State of Florida.

ARTICLE IV

Capital Stock

The authorized capital stock of this corporation shall be five hundred (500) shares of Common stock at par value of one (\$1.00) per share.

ARTICLE V

Principal Office

The principal place of business and mailing address of this Corporation shall be
1919 Doctor Andres Way Bay # 1 Delray Beach, Fla. 33445

ARTICLE VI

Initial Registered Agent and street address

The name and address of the registered agent is:

Mildred Perez at 1919 Doctor Andres Way Bay #1
Delray Beach, FL. 33445

ARTICLE VII

A Board of Directors will manage the Corporation and the name and post office address of the
initial officers of the corporation is:

Mildred Perez at 7904 NW 67 avenue Tamarac, Florida 33321
She will act as President, and Treasurer

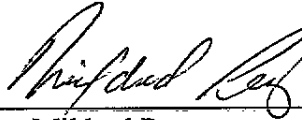
Karen L. Briggs at 1523 SW 68 Way Pompano Beach, Florida 33168
She will act as Vice President and Secretary

ARTICLE VIII

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

Mildred Perez at: 7904 NW 67 Ave Tamarac, Florida 33321

IN WITNESS HEREOF, the undersigned has executed these Articles this 22-day of September 1998.




Mildred Perez

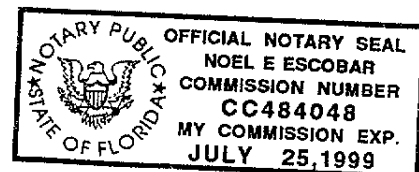
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that before me, the undersigned authority, this date personally Appeared Mildred Perez and she is the person described in and who executed the foregoing Articles of Incorporation and she is personally known to me and further that he acknowledged such execution to be his free and voluntary act for the uses and purposes therein expressed.

Witness my hand and official seal at Ft. Lauderdale, Florida this 22-day of September 1998.



NOEL E ESCOBAR-Notary Public
State of Florida at Large.
My Commission expires:




CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607-0501 and 617.0501, Florida Statutes, **ALL AROUND FREIGHTWAYS, INC.** Desiring to organize under the Laws of the State of Florida, hereby designated Mildred Perez an individual resident of the State of Florida, as Registered Agent for the purpose of accepting service of process within such a State and designates 1919 Doctor Andres Way Bay # 1 Delray Beach, Florida 33445 as it's Registered office.

ACKNOWLEDGEMENT

Having been named as Registered Agent and to accept service of process for the above named corporation, I hereby accept the appointment as registered agent and agree to act in this capacity in accordance with the provisions of Sections 607.0501 or 617.0501 Florida Statutes.



Mildred Perez
Date September 22, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA