

P98000101284
TRANSMITTAL LETTER

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

SUBJECT: KARIVE EXPRESS, INC.
(Proposed corporate name - must include suffix)

600002697756-5
-11/30/98-01099-012
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

^{78.75}~~122.50~~
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARTA IZIBAR
Name (Printed or typed)

18848 NW 83 PLACE
Address

MIAMI, FL 33015
City, State & Zip

(305) 042-3034
Daytime Telephone number

98 NOV 30 AM 9:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmo
12/7/98

NOTE: Please provide the original and one copy of the articles.

FILED

98 NOV 30 AM 9:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Karive Express, Inc.

ARTICLE I - NAME

The name of this Corporation is Karive Express, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value each. The name, address and amount of stocks of the stockholder is:

Marta Iribar
18848 NW 83rd Place
Miami, FL 33015
100% of stocks

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation is: Marta Iribar, who being the incorporator of these articles, by these presents being familiar with and accept the obligations and responsibilities of his position as Registered Agent. The street address of the initial registered office and principal address of this corporation is:

18848 NW 83rd Place
Miami, FL 33015

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the Stockholders of this corporation, but shall never be less than Two (2). The name and address of the members of the Board of Directors of this Corporation are:

Marta Iribar
18848 NW 83rd Place
Miami, FL 33015

Napoleon Navarro
18848 NW 83rd Place
Miami, FL 33015

ARTICLE VII - OFFICERS

The officers of this Corporation are:

Marta Iribar
President/Treasurer

Napoleon Navarro
Vice President/Secretary

ARTICLE VIII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors, at any duly scheduled Special Meeting called for that purpose.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - PREEMPTIVE RIGHTS

Every Stockholder, 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 pro-rate share thereof - as nearly as may be done without issuance of fractional shares - at the price at which it is offered to others.

ARTICLE XI - INCORPORATOR

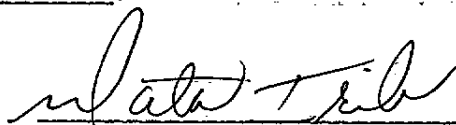
The name and address of the person signing these Articles is:

Marta Iribar
18848 NW 83rd Place
Miami, FL 33015

ARTICLE XII - 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.

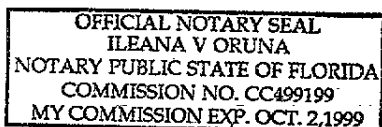
IN WITNESS WHEREOF, the undersigned, both incorporator and registered agent of the above for profit corporation does hereby execute and file these Articles of Incorporation this 23rd day of November, 1998.

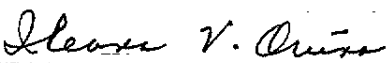

Marta Iribar

STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

I HEREBY CERTIFY, that on this 23RD. day of NOVEMBER, 1998, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments, Marta Iribar to me well known, and known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged that he signed and executed the same for the uses and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida the day and year above written.




Notary Public, State of Florida
at large

My Commission expires:

FILED

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Registered Agent Certification

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for Karive Express, Inc. 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 their obligations of my position as registered agent.


Marta Iribar, Registered Agent

11/23/98
Date