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SCOTT R. NABORS
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ATTORNEY AND COUNSELOR AT LAW
456 HARRISON AVENUE
PANAMA CITY, FLORIDA 32401
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 21 AM 7:47

May 7, 1997

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

600002173056--3
-05/09/97--01085--009
****122.50 ****122.50

Re: Bell Trucking, Inc.

Dear Sir or Madam:

Enclosed please find original and one copy of Articles of Incorporation of the above-referenced corporation, and our check in the sum of \$122.50 to cover the following charges:

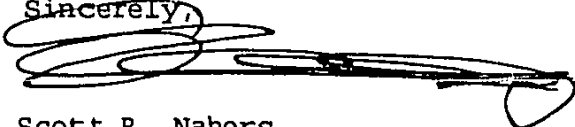
Filing fee	\$35.00
Certified copy of articles	\$52.50
Registered Agent	<u>\$35.00</u>

Total.....\$122.50

Please file the enclosed articles, providing us with a certified copy.

Thank you in advance for your assistance.

Sincerely,


Scott R. Nabors

SRN/ld

Enc. as stated

W47-11137

RP
5-21-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1997

SCOTT R. NABORS, ESQ.
456 HARRISON AVE.
PANAMA CITY, FL 32401

SUBJECT: BELL TRUCKING, INC.
Ref. Number: W97000011137

97 MAY 21 AM 7:47
FILED
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

We have received your document for BELL TRUCKING, INC. 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 person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return 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 (904) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 697A00025749

**ARTICLES OF INCORPORATION
OF
BELL TRUCKING, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 21 AM 7:48

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST:

The name of the corporation is Bell Trucking, Inc. The mailing address of the corporation is 602 West 12th Street, Lynn Haven, Florida 32444.

SECOND:

The corporation is to commence its corporate existence on the date of the filing of these articles with the Florida Department of State, and the period of duration of the corporation is perpetual.

THIRD:

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

FOURTH:

The aggregate number of shares that the corporation shall have the authority to issue is one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

FIFTH:

The address of its principal and initial registered office is 602 West 12th Street, Lynn Haven, Florida 32444, and the name of its initial registered agent at said address is Lana Cheryl Bell.

SIXTH:

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed by or under the direction of the board of directors.

SEVENTH:

The name and address of the incorporator is as follows:

James Bell
602 West 12th Street
Lynn Haven, Florida 32444

EIGHTH:

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the shareholders, such of the shares of the stock of this corporation as may be issued for money, or any property or services, from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 7th day of May, 1997.


James Bell, Incorporator

STATE OF
COUNTY OF

The foregoing instrument was sworn to before me this 7th
day of May, 1997, by James Bell. He is personally known
to me or produced his driver's license as identification.



Lynda K.H. Demme
(Signature of Acknowledger)

(Typed or printed name)
NOTARY PUBLIC
Certificate No. _____

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in these articles, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open.

Anna Cheryl Bee

FILED
CLERK OF COURT
97 MAY 21 AM 7:48