

CT CORPORATION SYSTEM

F01000002755

CORPORATION(S) NAME

Merit Transportation, Inc.

FILED
MAY 22 PM 3:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100004287391
-05/22/01--01107--019
*****70.00 *****70.00

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| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
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 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

5/22/01

Order#: 4301381

Ref#: _____

Amount: \$ _____

REC'D
01 MAY 22 PM 12:27
DIVISION OF CORPORATION

BK

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

PARKER POE

PARKER POE ADAMS & BERNSTEIN LLP

Attorneys and Counselors at Law

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www.parkerpoe.com

RECEIVED
MAY 22 3:11 PM '01
STATE OF FLORIDA

May 18, 2001

Secretary of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

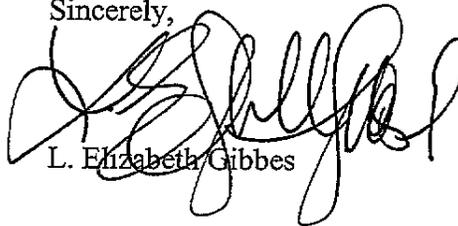
Re: Merit Transportation, Inc.

Dear Sir or Madam:

This firm represents Merit Transportation, Inc. The documents which were originally submitted to qualify Merit Transportation, Inc. as a foreign corporation in the State of Florida incorrectly indicated that the corporation had begun transacting business in Florida in 1996.

Please let me know if you have any further questions regarding this matter.

Sincerely,



L. Elizabeth Gibbes

LEG/tl

CHARLOTTE, NC
COLUMBIA, SC
RALEIGH, NC
SOUTHPARK

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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1. Merit Transportation, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. South Carolina 3. 58-2359048
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. December 16, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1310 Union Street, Spartanburg, SC 29302
(Principal office address)
same as above
(Current mailing address)
8. Wholesale Distribution
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mary R. Adams
(Registered agent's signature)

MARY R. ADAMS
ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mitchell T. Jolley

Address: 1310 Union Street
Spartanburg, SC 29302

Vice Chairman: n/a

Address: _____

Director: Caleb C. Fort

Address: 1310 Union Street
Spartanburg, SC 29302

Director: E. Fort Wolfe

Address: 1310 Union Street
Spartanburg, SC 29302

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B. OFFICERS

President: n/a - see attached

Address: _____

Vice President: n/a - see attached

Address: _____

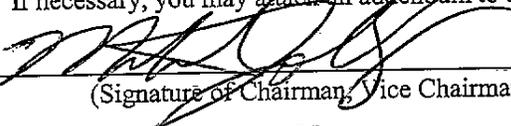
Secretary: Caleb C. Fort

Address: 1310 Union Street, Spartanburg, SC 29302

Treasurer: E. Fort Wolfe

Address: 1310 Union Street, Spartanburg, SC 29302

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mitchell T. Jolley
(Typed or printed name and capacity of person signing application)

12B. Addendum to the application listing additional Officers.

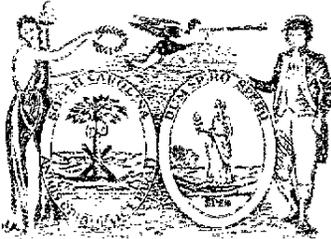
Chief Executive Officer: Mitchell T. Jolley
Address: 1310 Union Street
Spartanburg, SC 29302

Vice President of Finance: John D. Hudgins, Jr.
Address: 1310 Union Street
Spartanburg, SC 29302

Vice President of
Operations & Procurement: Michael H. Smith
Address: 1310 Union Street
Spartanburg, SC 29302

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TALLAHASSEE, FLORIDA

The State of South Carolina



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Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

MERIT TRANSPORTATION, INC.,

a corporation duly organized under the laws of the State of South Carolina on **December 16th, 1997**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of the State of South Carolina this 14th day of March, 2001.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State