

F04000001019

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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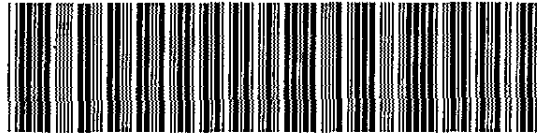
(Business Entity Name)

(Document Number)

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04 FEB 24 PM 4:02
DIVISION OF CORPORATION

FILED
04 FEB 24 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 454735 5011478

AUTHORIZATION :

COST LIMIT : \$ PPD

04 FEB 24 AM 9:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 23, 2004

ORDER TIME : 3:54 PM

ORDER NO. : 454735-015

CUSTOMER NO: 5011478

CUSTOMER: Ms. Jessica A. Tadlock
Gary & Goodman PLLC
Suite 7000
8500 Leesburg Pike
Vienna, VA 22182

FOREIGN FILINGS

NAME: TRANSPORTATION MANAGEMENT
SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: SARA LEA -- EXT# 2914

EXAMINER: _____

**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.

1. Transportation Management Services, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Transportation Management Services of Maryland, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Maryland

(State or country under the law of which it is incorporated)

3. 20-0579676

(FEI number, if applicable)

4. December 30, 2003

(Date of incorporation)

5. Perpetual

(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. 300 East Lombard Street, Baltimore, MD 21202

(Principal office address)

8500 Leesburg Pike, Suite 601, Vienna, VA 22182

(Current mailing address)

8. To provide a full range of transportation management services

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Brian Courtney
Asst. V. Pres.

(Registered agent's signature)

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Francis Sherman

Address: 8500 Leesburg Pike, Suite 601

Vienna, VA 22182

Director: Carroll Sherman

Address: 8500 Leesburg Pike, Suite 601

Vienna, VA 22182

B. OFFICERS (ATTACHED)

President: Francis Sherman

Address: 8500 Leesburg Pike, Suite 601, Vienna, VA 22182

Vice President: _____

Address: _____

Secretary: Carroll Sherman

Address: 8500 Leesburg Pike, Suite 601, Vienna, VA 22182

Treasurer: _____

Address: _____

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

13.  _____

(Signature of Director or Officer listed in number 12 of the application)

14. JESSICA TADLOCK, ASSISTANT SECRETARY

(Typed or printed name and capacity of person signing application)

• **APPLICATION BY FOREIGN CORPORATION TO TRANSACT BUSINESS IN
FLORIDA**

(ATTACHMENT)

<u>Officers/Title (Continued)</u>	<u>Business Address</u>
Jessica A. Tadlock, Assistant Secretary	8500 Leesburg Pike, Suite 7000, Vienna, VA 22182

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TRANSPORTATION MANAGEMENT SERVICES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS FEBRUARY 10, 2004.

Paul B. Anderson

Paul B. Anderson
Charter Division

