

F9500005912

TO: Qualification/Tax Lien Section
Division of Corporations

800001633319
-11/09/95--01073--011
*****70.00 *****70.00

SUBJECT: CAROTRANS INTERNATIONAL, INC.
(Name of corporation - must include suffix)

W95-22461

Q340

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

A12-5

Please return all correspondence concerning this matter to the following:

SHAUN M. MCCAFFREY
(Name of Person)

ARKANSAS BEST CORPORATION
(Firm/Company)

P. O. BOX 10048
(Address)

FORT SMITH, AR 72917-0048
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC -5 PM 1:48

Should you need to call someone concerning this matter, please call:

SHAUN M. MCCAFFREY
(Name of Person)

at (501) 785-6142
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 14, 1995

SHAUN M. MCCAFFREY
ARKANSAS BEST CORPORATION
PO BOX 10048
FT SMITH, AR 72917-0048

SUBJECT: CAROTRANS INTERNATIONAL, INC.
Ref. Number: W95000022461

We have received your document for CAROTRANS INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 695A00050390

RECEIVED
1995

LEGAL DEPT.

*Notarized
affidavit*

*don't
need to
be
filed*

AFFIDAVIT

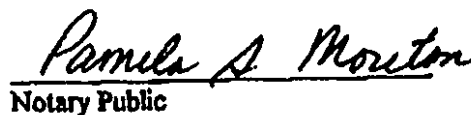
STATE OF ARKANSAS)
) ss.
COUNTY OF SEBASTIAN)

PERSONALLY came and appeared before me, the undersigned authority, Shaun M. McCaffrey, who, after being by me first duly sworn, deposes and says that:

He is Corporate Attorney for CaroTrans International, Inc., a corporation organized and existing under the laws of the State of North Carolina; and further states on oath of his own personal knowledge that the Application of CaroTrans International, Inc. (a foreign corporation) For Authorization To Transact Business in Florida contained erroneous information regarding the date the corporation first transacted business in Florida. The date it first transacted business will be the date upon qualification.


Shaun M. McCaffrey, Affiant

SUBSCRIBED AND SWORN TO before me, a Notary Public, on this 1st day of December, 1995.


Notary Public

My Commission Expires:

6/18/2002

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
95 DEC -5 PM 1:48

November 20, 1995

ARKANSAS BEST
CORPORATION

SHAUN M. McCAFFREY
CORPORATE ATTORNEY

Mr. Doug Dickinson
Document Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: CaroTrans International, Inc. ("CaroTrans")
Reference No. W95000022461

Dear Mr. Dickinson:

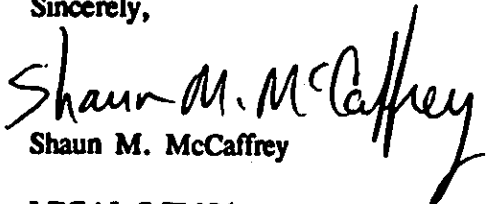
CaroTrans originally filed an application as a foreign corporation to obtain a certificate of authority to transact business. Your department denied processing the application on the basis that an amount of \$1,200.00 be paid to cover both the annual report and penalty fees (see letter attached).

In reviewing Florida Statutes Section 607.1501, I have discovered that CaroTrans is not required to obtain a certificate of authority as it transacts business in interstate commerce. I have provided an Affidavit to that effect. As a result, CaroTrans does not need an official certificate of authority to transact business. Therefore, please return the \$70.00 filing fee to my attention.

Please note that the original request to obtain a certificate of authority was initiated as a result of a requirement of the Jacksonville Electric Company. Can you provide a certificate of authority to satisfy such request, although CaroTrans is not required to obtain a certificate?

Please contact me if you have any questions or concerns.

Sincerely,


Shaun M. McCaffrey

LEGAL::S:FMO1

A/t.

AFFIDAVIT

STATE OF ARKANSAS I
 I ss.
COUNTY OF SEBASTIAN I

PERSONALLY came and appeared before me, the undersigned authority, Shaun M. McCaffrey, who, after being by me first duly sworn, deposes and says that:

He is Corporate Attorney for CaroTrans International, Inc., a corporation organized and existing under the laws of the State of North Carolina; and further states on oath of his own personal knowledge that CaroTrans International, Inc., transacts business in interstate commerce and, therefore, is not required to obtain a certificate of authority from the Department of State pursuant to Section 607.1501 of the Florida statutes.

Shaun M. McCaffrey
Shaun M. McCaffrey, Affiant

SWORN to and subscribed to before me, a Notary Public, on this 20th day of November, 1995.

Pamela S. Mountm
Notary Public

My Commission Expires:

6/18/2002

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
95 DEC -5 PM 1:48

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. CAROTRANS INTERNATIONAL, 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. NORTH CAROLINA
(State or country under the law of which it is incorporated)
3. 56-1867557
(FEI number, if applicable)
4. MARCH 29, 1994
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. MAY, 1994
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. NORTH CAROLINA HIGHWAY #150 WEST
CHERRYVILLE, NC 28021 (704/435-8356)
(Current mailing address)
8. ANY LAWFUL ACTIVITY WHICH CORPORATIONS MAY BE ORGANIZED
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: C T CORPORATION SYSTEM
Office Address: 1200 S. PINE ISLAND ROAD
PLANTATION, Florida, 33324
(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.

SEE ATTACHED

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC -5 PM 1:13

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: ROBERT A. YOUNG III

Address: 3801 OLD GREENWOOD ROAD, FORT SMITH, AR 72903

Vice Chairman: N/A

Address:

Director: JAMES A. JUSTISS

Address: NORTH CAROLINA HIGHWAY #150 WEST

CHERRYVILLE, NC 28021

Director: DONALD L. NEAL

Address: ARKANSAS BEST CORPORATION

3801 OLD GREENWOOD ROAD, FORT SMITH, AR 72903

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: JAMES A. JUSTISS

Address: See above

Vice President: ROBERT H. BULLOCK

Address: NORTH CAROLINA HIGHWAY #150 WEST

CHERRYVILLE, NC 28021

Secretary: RICHARD F. COOPER

Address: 3801 OLD GREENWOOD ROAD, FORT SMITH, AR 72903

Treasurer: LISA CHERRY

Address: NORTH CAROLINA HIGHWAY #150 WEST, CHERRYVILLE, NC 28021

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

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

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

ACCEPTANCE OF APPOINTMENT

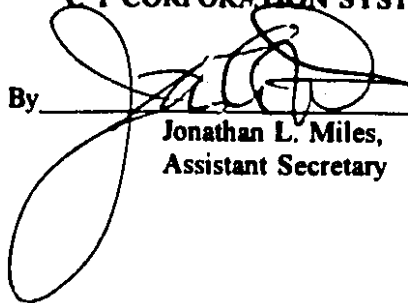
RE: **CaroTrans International, Inc.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: October 25, 1995

C T CORPORATION SYSTEM

By

A large, stylized handwritten signature in black ink, appearing to read 'J. Miles', is written over a horizontal line. The signature is fluid and cursive, with a large loop at the end.

**Jonathan L. Miles,
Assistant Secretary**

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

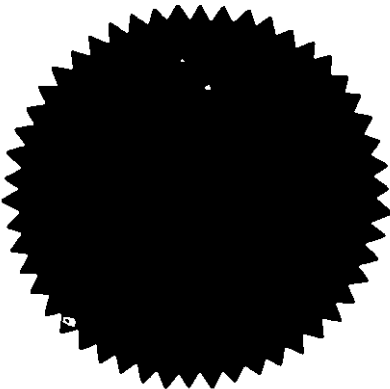
I, RUFUS L. EDMISTEN, *Secretary of State of the State of North Carolina*, do hereby certify that

CAROTRANS INTERNATIONAL, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 28th day of March, 1994, with its period of duration being perpetual.

I FURTHER *certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.*

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 24th day of October, 1995.



Rufus L. Edmisten

Secretary of State

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SECRETARY OF STATE
DIVISION OF CLERKING
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