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CORPORATION SERVICE COMPANY

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AUTHORIZATION :

Patricia Pigute

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ORDER DATE : September 27, 2004

ORDER TIME : 9:49 AM

ORDER NO. : 901943-005

CUSTOMER NO: 7304333

CUSTOMER: Scott M. Ketchum, Esq
Scott M. Ketchum, P.a.

Goodlette Professional Center
692 Goodlette Road North
Naples, FL 34102

DOMESTIC FILING

NAME: IMPERIAL TRUCKING OF NAPLES,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
IMPERIAL TRUCKING OF NAPLES, LLC,
a Florida limited liability company**

FILED
04 SEP 27 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the managing member of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **IMPERIAL TRUCKING OF NAPLES, LLC**, a Florida limited liability company.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company shall be 181 33rd Avenue Northeast, Naples, Florida 34120.

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is 692 Goodlette Road North, Naples, Florida 34102, and the name of the initial registered agent at such address is Scott M. Ketchum, Esquire.

**ARTICLE IV
ADMISSION OF MEMBERS**

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles.

**ARTICLE VI
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

**ARTICLE VII
ADOPTION OF OPERATING AGREEMENT AND REGULATIONS**

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

**ARTICLE VIII
INITIAL MANAGER**

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be two (2). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address of the members who shall serve as managers until his successors are elected and qualified is:

Ariel Gonzalez


4141 8th Avenue Southeast
Naples, Florida 34117

Marcos O. Medina

181 33rd Avenue Northeast
Naples, Florida 34120

IN WITNESS WHEREOF, the undersigned, being the Authorized Agent of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 24 day of September, 2004.

**IMPERIAL TRUCKING OF NAPLES, LLC,
a Florida limited liability company**

By: 
Print Name: Ariel Gonzalez
Its: Managing Member

ACCEPTANCE BY REGISTERED AGENT

I, SCOTT M. KETCHUM, ESQUIRE having been duly designated to act as registered agent and to accept service of process for **IMPERIAL TRUCKING OF NAPLES, LLC**, a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.



SCOTT M. KETCHUM, ESQUIRE