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Richard O. Jones, J.D., F.T.M.
Master of Laws in Taxation
Certified Financial Planner

December 28, 1995

CERTIFIED MAIL

100001678301
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****337.50 ****337.50

Secretary of State
Corporations Division
Capitol Building
Tallahassee, FL 32304

Dear Sir:

Re: RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY

I enclose original and one duplicate copy of the Articles of Organization of the above named proposed limited liability company, RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY. Please note that Paragraph FOURTH designates agent to accept service of process and that there is a Consent to Appointment on the last page of the Articles. The duplicate has been subscribed and acknowledged in the same manner as the original. Also, please note that the latest date the company is to dissolve is December 31, 2024.

Also enclosed is the original Affidavit of Membership and Capital Contributions.

I am enclosing check payable to your order in the amount of \$337.50 to cover the following:

1. Filing Fee	\$ 250.00
2. Certified Copy	52.50
4. Registered Agent Designation	35.00
	<u>\$ 337.50</u>

Please endorse your approval of the Articles of Organization on the duplicate, certify and return to our office.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Yours very truly,

Richard O. Jones
Richard O. Jones

DMC
1-9-96
ROJ:jg

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, do hereby adopt the following Articles Of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY

SECOND: The latest date on which the Limited Liability Company is to dissolve is December 31, 2024.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company. In addition to the foregoing general powers and by way of illustration and not limitation thereof in any manner, the Limited Liability Company shall have the following specific powers and authority:

To buy, sell, own, hold and operate real and personal property of all kinds.

To engage in the development and sale of real estate, including single family and multi-family dwellings.

To buy and otherwise acquire, and to own, hold, sell, rent, lease, mortgage and otherwise convey and deal in and with real estate and personal property of every sort, kind and description.

To buy and otherwise acquire, and to sell, real estate and personal property of any and all kinds whatsoever, either for cash or on credit; to take and accept notes and mortgages and contracts for the security of any debts; to borrow money and otherwise obtain credit; to mortgage and otherwise pledge its real or personal property, or both, for the purpose of securing its indebtedness.

To subscribe for, purchase, or otherwise acquire, underwrite, obtain an interest in, own, hold, pledge, hypothecate, assign, deposit, create trusts with respect to, sell, exchange, or otherwise dispose of and generally deal in and with securities of every kind and description of any government, state, territory, district, municipality or other political or governmental division or subdivision, body politic, corporation, association or entity

whatsoever located in or organized under the laws of any part of the world, including (without limiting the generality of the foregoing) stocks, shares, voting trust certificates, bonds, mortgages, deeds of trust, debentures, notes, land trust certificates, warrants, rights, scrip, commercial paper, choses in action, evidences of indebtedness, certificates of interest, or other obligations or other securities of any nature howsoever evidenced; to acquire or become interested in any such securities by original subscription, underwriting, participation in syndicates, or otherwise and irrespective of whether or not such securities are fully paid or subject to further payments or assessments; and to exercise any and all rights, powers and privileges of individual ownership or interest in respect of any such securities, including the right to vote thereon and otherwise act with respect thereto, and to promote, manage, participate in, and act as agent for any underwriting, purchasing or selling syndicate or group and otherwise to take part in and assist in any legal matter, by guaranty or otherwise, the purchase, sale or distribution of any such securities.

To engage in the business of the accumulation and lending of money, by lending the capital of the company and such other funds as it may from time to time lawfully acquire from various borrowers upon such security as may be agreed upon between the company and borrowers, and by re-lending in like manner the funds arising from such loans when paid.

To purchase, or in any way acquire for investment or for sale or otherwise, any business, assets of a business, contracts for the purchase or sale of any business or the assets thereof, and any other property of any kind or any interest therein, whether such is a going concern or not, and as the consideration for same to pay cash or to issue debenture bonds, mortgage bonds or other obligations of the company, and to sell, convey, lease, mortgage, deed in trust, turn to account, or otherwise deal with all or any part of the property of the company; to make and obtain loans upon any business or the assets thereof in connection with the acquisition of such or continuing operation of the same, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise, and to enter into contracts to buy or sell any property, real or personal; to act as a consulting firm and provide managerial skills and expertise to any business, whether owned by the company or not; to render advice and assistance on any subject which, in the opinion of the members of the company, the company and its personnel are qualified to render, and to receive compensation for or pay for the same in cash, notes or bonds or otherwise.

To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and invest, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and

description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To conduct business in, and have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of company property and/or other instruments to secure the payment of company indebtedness as required.

To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, condominiums, improvements and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue membership certificates, debenture bonds, mortgage bond or other obligations of the company, and to sell, convey, lease, mortgage, deed of trust, turn to account or otherwise deal with all or any part of the property of the company; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association or corporation, paying for the same in cash, notes, or bonds of this company; and to draw, make, accept, indorse, discount, execute and issue promissory notes, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments, or obligations of the company, from time to time, for any of the objects or purposes of the company without restriction or limit as to amount.

To purchase the assets of any corporation or limited liability company and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the assets of the company, any bonds, securities or other evidence of indebtedness created by any corporation or limited liability company of the State of Florida, or any other state or government, and while owner of such stock or membership to exercise all rights,

powers and privileges of ownership, including the right to vote such stock.

Without in anywise limiting the generality of the foregoing, to purchase, sell or otherwise deal in any manner whatsoever in any and all other property of any nature whatsoever customarily incident to or connected with any of the foregoing.

To have, exercise and enjoy all of the powers, general and special, of like companies as now or hereafter may be provided by law, and to do and perform all such other acts and things as may be necessary, profitable or expedient in carrying on any of the business or acts above named or any business or acts auxiliary thereto or connected therewith.

To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any one or more of the purposes or objects herein enumerated which shall at any time appear conducive or expedient for the protection or benefit of this company either as holders or interested in any property, and in general to carry on any business, it being the intention that the objects, purposes and powers specified and the clauses contained in this paragraph of this instrument shall be in no way limited or restricted by reference to or inference from the terms of this or any other paragraph of this instrument, but that the objects, purposes and powers specified in each of the clauses of this paragraph shall be regarded as independent objects, purposes and powers.

To engage in the purchasing, selling, distributing or leasing, as principal or agent, of all kinds of automobiles, trucks, machinery, equipment and other mechanical equipment and devices, as well as accessories and attachments therefor.

To manufacture, construct, produce, hire, lease or otherwise acquire, hold, own, use, sell, rent, license the use of, or otherwise deal in and dispose of motors, engines, boilers and other instruments for generation, production and utilization of power; and to deal in and with equipment, machinery, tools, apparatus, metals, woods and articles composed in whole or in part of metal or wood, and goods, wares and merchandise of every kind and description; and to conduct such business either for its own account or as agent, factor, broker, middleman, commission man or representative of others.

To manufacture and/or lease automobiles, trucks, machinery, equipment, parts of machinery, tools and similar pieces of heavy equipment, automotive vehicles and equipment of whatsoever kind or nature made from iron, steel, other metals, wood and similar materials; to conduct, manage and control the business of making, selling and leasing small tools, equipment, special parts for machinery; and to engage in the general automotive and equipment

leasing business and to do everything necessary to carry on the general automotive and equipment leasing and sales business.

FOURTH: The street address of the initial registered office of the Limited Liability Company in Florida is 1250 W. Eau Gallie Blvd., Suite J, Melbourne, Florida 32935, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is RICHARD O. JONES, ESQUIRE.

FIFTH: The principal place of business of the Limited Liability Company is 1229 E. Strawbridge, Melbourne, Florida 32901.

SIXTH: The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member are: ROBERT A. LEWIS AND ASSOCIATES, INC., a Florida corporation, having an address at 1229 E. Strawbridge, Melbourne, Florida 32901

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$7,500.00. Each of the Members contributed the amount set forth below:

ROBERT A. LEWIS AND ASSOCIATES, INC.	--	\$1,500.00
ROBERT A. LEWIS	--	\$2,250.00
VICTORIA A. VITALE-LEWIS	--	\$3,750.00

The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests, as set forth in the Operating Agreement.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter be agreed by the unanimous vote of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

TENTH: The remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

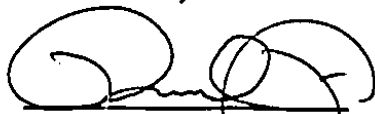
ELEVENTH: The names and addresses of the Members and Organizers of the Limited Liability Company are: ROBERT A. LEWIS AND ASSOCIATES, INC., a Florida corporation, having an address at 1229 E. Strawbridge, Melbourne, Florida 32901 ("Managing Member"), ROBERT A. LEWIS, having an address at 2015 S. River Road, Melbourne Beach, FL 32951 and VICTORIA A. VITALE-LEWIS, having an address at 2015 S. River Road, Melbourne Beach, FL 32951.

TWELFTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

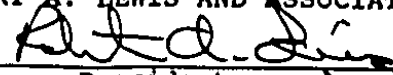
IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles Of Organization on December 7, 1995.

In the presence of:


DOUGLAS C. GILBERT
3504 SWALLOW DR.
MELBOURNE, FL 32935


RICHARD O. JONES
509 Andrews Drive
Melbourne Beach, FL 32951

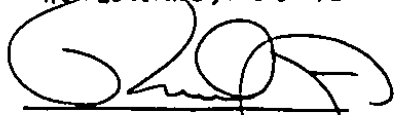
ROBERT A. LEWIS AND ASSOCIATES, INC.

By 
President

Attest: 
Secretary

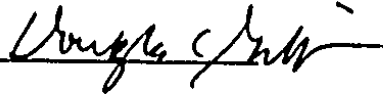
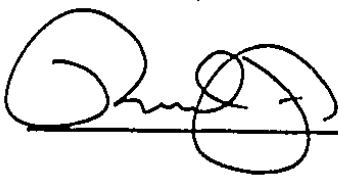
In the presence of:


DOUGLAS C. GILBERT
3504 SWALLOW DRIVE
MELBOURNE, FL 32935


RICHARD O. JONES
509 Andrews Drive
Melbourne Beach, FL 32951


ROBERT A. LEWIS

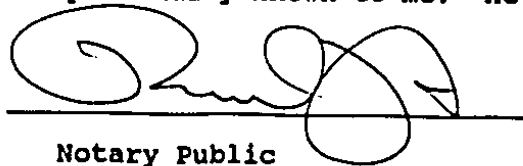
In the presence of:

W.A. V-L
VICTORIA A. VITALE-LEWIS

STATE OF FLORIDA, COUNTY OF BREVARD, SS.:

The foregoing instrument was acknowledged before me on the 7th day of December, 1995, by ROBERT A. LEWIS, to me known, who being duly sworn, did depose and say and did acknowledge that he is the President and Secretary of ROBERT A. LEWIS AND ASSOCIATES, INC., the corporation described in and which executed the foregoing Articles Of Organization; that he knows the seal of said corporation; that the seal affixed to said Articles Of Organization is such corporate seal; that it was so affixed by the order of the board of directors of the said corporation; and that he signed his name thereto by like order. He is personally known to me. He did not take an oath.



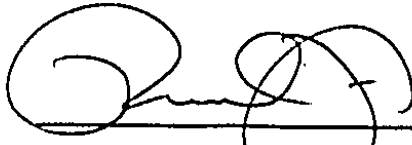
Notary Public
My commission expires on



RICHARD D. JONES
MY COMMISSION EXPIRES
JUNE 18, 1997
BOYD & THOMAS FARMERS, INC.

STATE OF FLORIDA, COUNTY OF BREVARD, SS.:

The foregoing instrument was acknowledged before me on the 7th day of December, 1995, by ROBERT A. LEWIS. ROBERT A. LEWIS is personally known to me. ROBERT A. LEWIS did not take an oath.



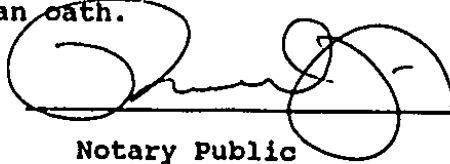
Notary Public
My commission expires on



RICHARD O. JONES
NOTARY PUBLIC - FLORIDA
MY COMMISSION EXPIRES
JUNE 15, 1999
6302 DUNN ROAD, SUITE 100, FT. LAUDERDALE, FL 33309

STATE OF FLORIDA, COUNTY OF BREVARD, SS.:

The foregoing instrument was acknowledged before me on the 7th day of December, 1995, by VICTORIA A. VITALE-LEWIS. VICTORIA A. VITALE-LEWIS is personally known to me. VICTORIA A. VITALE A. LEWIS did not take an oath.



Notary Public
My commission expires on



RICHARD O. JONES
NOTARY PUBLIC - FLORIDA
MY COMMISSION EXPIRES
JUNE 15, 1999
6302 DUNN ROAD, SUITE 100, FT. LAUDERDALE, FL 33309

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

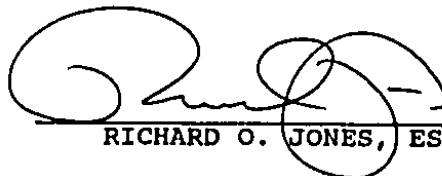
**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, having been named as Registered Agent for RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY, hereby voluntarily consent to serve as Registered Agent for RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

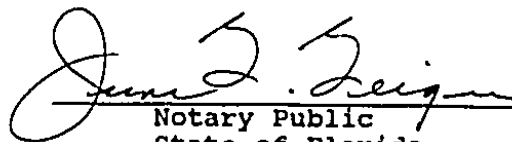
The location of the registered office of said Limited Liability Company is 1250 W. Eau Gallie Blvd. - Suite J, Melbourne, Brevard County, FL 32935.

Dated: December 7, 1995



RICHARD O. JONES, ESQUIRE

~~December~~ Subscribed and sworn to before me this 7th day of
~~November~~ 1995.



Notary Public
State of Florida

My commission expires:



JUNE G. CELGER
MY COMMISSION # CC44167 EXPIRES
March 8, 1999
BONDED THRU TROY FARM INSURANCE, INC.

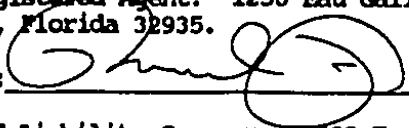
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND
CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the members of RIVER ROAD TRANSPORTATION, a Florida Limited Liability Company, certify as follows:

1. Name of Limited Liability Company: RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY.
2. Business address of Limited Liability Company: 1229 E. Strawbridge Avenue, Melbourne, Florida 32901.
3. Name of Registered Agent for Service of Process: RICHARD O. JONES.
4. Florida Street Address for Registered Agent: 1250 Eau Gallie Boulevard, Suite J, Melbourne, Florida 32935.
5. Signature of Registered Agent: 
6. Mailing address of the Limited Liability Company: 1229 E. Strawbridge Avenue, Melbourne, Florida 32901.
7. The latest date upon which the Limited Liability Company is to be dissolved: December 31, 2024.
8.

<u>Name of Members</u>	<u>Specific Address</u>
Robert A. Lewis & Associates, Inc.	1229 E. Strawbridge Avenue Melbourne, FL 32901
Victoria A. Vitale-Lewis	^{8 RAL} 2015 S. River Road Melbourne Beach, FL 32951
Robert A. Lewis	^{8 RAL} 2015 S. River Road Melbourne Beach, FL 32951
9. The amount of capital contributions to date of the members is \$7,500.00.
10. The total amount contributed and anticipated to be contributed by the members at this time totals \$7,500.00.

FURTHER AFFIANTS SAYETH NOT.

THIS 28TH day of December, 1995.

Under the penalties of perjury we declare that we have read the foregoing and

that the facts alleged are true to the best of our knowledge and belief. We constitute all of the members of the RIVER ROAD TRANSPORTATION LIMITED LIABILITY COMPANY.

ROBERT A. LEWIS & ASSOCIATES, INC.

By Robert A. Lewis
Robert A. Lewis, President

Robert A. Lewis (SEAL)
Robert A. Lewis

Victoria A. Vitale-Lewis (SEAL)
Victoria A. Vitale-Lewis

SWORN TO AND SUBSCRIBED before me on this 26th day of December, 1995.

Richard O. Jones
Notary Public, State of Florida



RICHARD O. JONES
MY COMMISSION # 16433603 EXPIRES
June 10, 1999
BONDED THROUGH FARM INSURANCE, INC.