

TRANSMITTAL LETTER

N00000005020

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/01/00--01022--021
*****78.75 *****78.75

SUBJECT: LYONS TRANSPORTATION SERVICES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

ISAAC H. NUNN

Name (Printed or typed)

129 S.E. 1ST AVE

Address

CAPE CORAL, FL 33990

City, State & Zip

(941) 458-1567

Daytime Telephone number

RECEIVED

00 AUG - 1 AM 11: 53

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG - 1 PM 12: 08

FILED

NOTE: Please provide the original and one copy of the articles.

Will wait

ARTICLES OF INCORPORATION

OF

Pearlies

LYONS TRANSPORTATION SERVICES, INC.
(A Non-Profit Corporation)

FILED
00 AUG - 1 PM 12: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617 Florida Statutes as amended, and certify as follows:

ARTICLE I. NAME

The name of this corporation shall be Lyons Transportation Services, Inc. For convenience, the corporation shall be referred to in this instrument as the Corporation. The registered office of the corporation shall be 79 Seminole Court, Ft. Myers, Florida 33916.

ARTICLE II. PURPOSE

A. The purpose for which the Corporation is organized is to provide an entity for the operation of a transportation services known as *Pearlies* Lyons Transportation Services, Inc. which is located at 79 Seminole Court, Ft. Myers, Florida 33916.

B. The Corporation shall make no distributions of income to its members, directors, or officers.

ARTICLE III. POWERS

The powers of the Corporation shall include and be governed by the following provisions:

A. The Corporation shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with terms of these Articles.

1. To make and collect assessments against transportation users to defray the costs, expenses and losses of the service.
2. To use the proceeds of assessments in the exercise of its powers and duties.
3. To maintain repair, replace and operate the property of the Corporation.
4. To purchase insurance upon the property of the Corporation and insurance for the protection of the Corporation and its users.

5. To reconstruct service after casualty and to further improve property.
6. To make and amend reasonable regulations regarding the use of the property of the Corporation.
7. To contract for the management of the Corporation and to delegate to such contractors all powers and duties of the Corporation.
8. To contract for the management or operation of portions of the Corporation susceptible to separate management or operation.
9. To employ personnel to perform the services required for proper operation of the Corporation.
10. To legally protect the viability of the Corporation.

ARTICLE IV. DIRECTORS

A. The affairs of the Corporation will be managed by a board of consisting of the number of directors as determined by the By-Laws, but not less than one (1) director nor more than fifteen (15) directors, and in the absence of such determination shall consist of one (1) director.

B. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Ms. Pearlie Lyons, President, 79 Seminole Court, Ft. Myers, Florida 33916.

Mr. Daniel Lyons " " " "

Ms. Crystal Lyons " " " "

ARTICLE V. OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Ms. Pearlie Lyons, President, 79 Seminole Court, Ft. Myers, Florida 33916.

Mr. Daniel Lyons, Vice President, 79 Seminole Court, Ft. Myers, Florida 33916.

Ms. Crystal Lyons, Secretary/Treasurer, 79 Seminole Court, Ft. Myers, Florida 33916.

ARTICLE VI. INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Corporation, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only with the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VII. BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Directors or the members of the Corporation in the manner provided by the By-Laws.

ARTICLE VII. AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be either by the Board of Directors or by the members of the Corporation. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided;

1. such approvals must be not less than 51% of the entire membership of the Board of Directors and by not less than 66^{2/3}% of the votes of the entire membership of the Corporation; or

2. by not less than 66^{2/3}% of the votes of the Board of Directors and 51% of the entire membership of the Corporation.

C. A copy of each amendment shall be recorded in the Public Records of Lee County, Florida.

ARTICLE IX

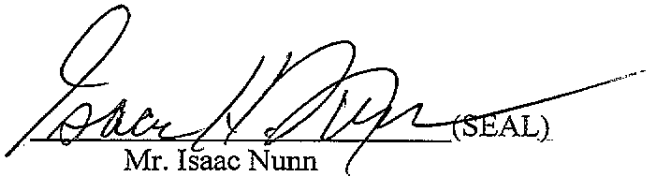
The term of the Corporation shall be perpetual.

ARTICLE X SUBSCRIBERS

The name and address of the subscriber(s) to these Articles of Incorporation is:

Mr. Isaac Nunn, 129 S.E. 1st Avenue, Cape Coral, Florida 33990.

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 1 day of Aug, 2000.

 (SEAL)
Mr. Isaac Nunn

STATE OF FLORIDA)

COUNTY OF LEON)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Mr. Isaac Nunn, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 1 day of AUGUST, 2000.

My Commission Expires:



NOTARY PUBLIC
State of Florida at Large
Karen Church Irwin
MY COMMISSION # CC984524 EXPIRES
January 24, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public Name Printed or Typed

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS IS TO BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - LYONS TRANSPORTATION SERVICES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL ADDRESS LOCATED AT 79 SEMINOLE COURT, FT. MYERS, FLORIDA 33916, HAS NAMED MR. ISAAC NUNN, 129 S.E. 1ST AVENUE, CAPE CORAL, FLORIDA 33990, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 
MR. ISAAC NUNN

TITLE: PRESIDENT

DATE: Aug 1, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: 
(REGISTERED AGENT)

DATE: Aug 1

FILED
00 AUG 1 1999
PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA