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16821 SW 67 Place
Archer, FL 32618
JANUARY 01, 2000

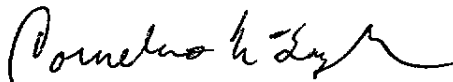
Florida Secretary of State
The Capitol
Tallahassee, FL 32314

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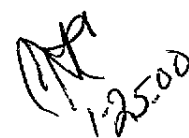
Greetings,

Please accept the attached Articles of Incorporation for Turtleman Express, Inc., and the enclosed check for \$70.00 for filing. Please return a certified copy to me.

Sincerely,


Cornelius McLaughlin

FILED
00 JAN 18 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1-25-00

ARTICLES OF INCORPORATION

of

Turtleman Express, Inc.

FILED
JAN 18 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

Article I

The name of this corporation shall be: Turtleman Express, Inc.

Article II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

Article III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

Article IV

This corporation shall have perpetual existence.

Page 2, Articles of Incorporation, Turtleman Express, Inc.

Article V

The street address of the initial principal office of this corporation is 16821 SW 67 Place, Archer, FL 32618.

The initial registered agent is J Norman Craig, 1135 NW 23 Avenue, Suite M, Gainesville, FL 32609.

Article VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Cornelius McLaughlin	16821 SW 67 Place
	Archer, FL 32618

Article VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Corlelius McLaughlin	16821 SW 67 Place	100 shares
	Archer, FL 32618	

Article VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.


Cornelius McLaughlin

FILED
00 JAN 18 PM 3:21
CLERK OF STATE
TALLAHASSEE, FLORIDA

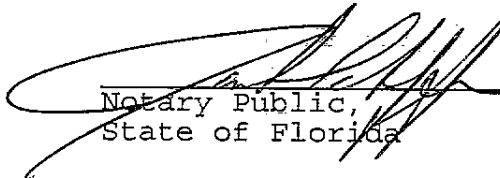
STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Cornelius McLaughlin, party to the foregoing instrument, who is known to me, and acknowledged before me that he freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 13th day of JANUARY 2000



Janet Scheffer
MY COMMISSION # CC850767 EXPIRES
September 19, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public,
State of Florida

I hereby accept appointment as Registered Agent for Turtleman Express, Inc.


J. Norman Craig