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Law Office

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January 27, 2000

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*****78.75 *****78.75

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

Re: Pro-American Transport Services, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for Pro-American Transport Services, Inc. together with the Certificate of Designation - Registered Agent/Registered Office.

In addition, one check in the sum of \$78.75 is enclosed which represents the following fees:

Filing Fee	\$70.00
Certified Copy	\$ 8.75.

Very truly yours,

JOHN PAUL HOWARD

JPH:dw
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 31 AM 9:22

FILED

2-4-00

FILED
00 JAN 31 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRO-AMERICAN TRANSPORT SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is PRO-AMERICAN TRANSPORT SERVICES, INC.

ARTICLE II

The existence of the corporation shall begin on the date Articles of Incorporation are issued by the State of Florida.

ARTICLE III

The street address of the principal office of the corporation is 3717 Old Kings Road, Jacksonville, Florida 32254.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1,500, par value \$1.00 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the corporation's registered office

office is 3717 Old Kings Road, Jacksonville, Florida 32254. The initial registered agent for the corporation at that address is TROY KEITH COONER.

ARTICLE VI

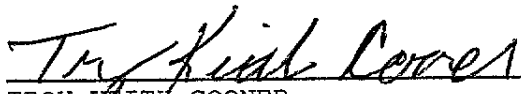
The name and street address of the incorporator is: TROY KEITH COONER, 3717 Old Kings Road, Jacksonville, Florida 32254.

ARTICLE VII

The initial Board of Directors and Officers of the corporation are:

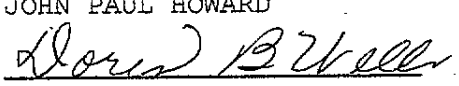
President:	Lee Sellers, 232 Bird Road Jacksonville, FL 32218
Vice-President:	Troy Keith Cooner, 3717 Old Kings Road, Jacksonville, FL 32254.
Secretary- Treasurer:	Troy Bruce Cooner, 3717 Old Kings Road, Jacksonville, FL 32254

The undersigned has executed these Articles of Incorporation on January 27, 2000.


TROY KEITH COONER
3717 Old Kings Road
Jacksonville, FL 32254

WITNESSES:


JOHN PAUL HOWARD


DORIS B. WELLS

CERTIFICATE OF DESIGNATION


REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of this corporation is PRO-AMERICAN TRANSPORT SERVICES, INC.

2. The name and street address of the registered agent and office is: TROY KEITH COONER, 3717 Old Kings Road,
Jacksonville, Florida 32254.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED.


TROY KEITH COONER
3717 Old Kings Road
Jacksonville, FL 32254
Registered Agent

FILED
00 JAN 31 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA