

NOV 12 2000
FRESE, NASH & HANSEN, P.A.
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Charles Ian Nash * §
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§ Fellow, American College of Trust
and Estate Counsel

February 28, 2000

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

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-03/02/00--01075--012
****113.75 *****78.75

Re: Association of Independent Drivers of America, Inc.
Our File No. 93-2095

Dear Sir or Madam:

Enclosed please find an original plus one copy of Articles of Amendment as well as an original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$113.75 representing the required filing fee for both documents. I would appreciate receiving a certified copies of these Articles after they have been filed.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & HANSEN, P.A.

J. Patrick Anderson

EFFECTIVE DATE
2-29-00

FILED
00 MAR -2 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2544
W000-62910
JPA:sld
Enclosures

R. VARNADOFF MAR 23 2000

FRESE, NASH & HANSEN, P.A.
ATTORNEYS AT LAW

Gary B. Frese † ◇
Charles Ian Nash * §
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J. Patrick Anderson †
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March 17, 2000

Claretha Golden
Documents Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Association of Independent Drivers of America, Inc.
Our File No. 93-2095

Dear Ms. Golden:

A search of the Florida Secretary of State's website has revealed that the name of the above-referenced corporation has been amended making the name as it appears above available for use. Therefore, enclosed for filing please find Articles of Incorporation which were previously submitted and subsequently returned due to the unavailability of the above-referenced name. Please return a confirmation copy of these Articles to the undersigned after they have been filed.

Should you have any questions or problems, please do not hesitate to contact my office.

Very truly yours,

FRESE, NASH & HANSEN, P.A.


J. Patrick Anderson

JPA:sld
Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 8, 2000

FRESE, NASH & HANSEN, P.A.
ATTN: J. PATRICK ANDERSON
930 S. HARBOR CITY BLVD. #505
MELBOURNE, FL 32901

SUBJECT: ASSOCIATION OF INDEPENDENT DRIVERS OF AMERICA, INC.
Ref. Number: W00000006296

We have received your document for ASSOCIATION OF INDEPENDENT DRIVERS OF AMERICA, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 100A00013023

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

2124100
ARTICLES OF INCORPORATION

OF

ASSOCIATION OF INDEPENDENT DRIVERS OF AMERICA, INC.

FILED
00 HAR-2 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Association of Independent Drivers of America, Inc.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in any business lawful under the laws of the State of Florida and the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

ARTICLE V

The initial street and mailing address of the principal place of business of the Corporation is 158 N. Harbor City Boulevard, Melbourne, Florida 32935. The initial address in Florida of the initial registered office of this Corporation is 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida

32901, and the name of the initial registered agent of this Corporation at that address is J. Patrick Anderson.

ARTICLE VI

The initial Board of Directors shall consist of three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

David R. Tooley
158 N. Harbor City Boulevard
Melbourne, FL 32934

Robert B. Alkire
158 N. Harbor City Boulevard
Melbourne, FL 32934

William K. O'Brien
158 N. Harbor City Boulevard
Melbourne, FL 32934

ARTICLE VII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

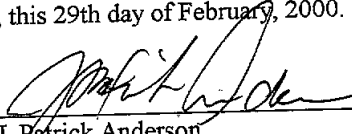
ARTICLE VIII

The name and address of the initial incorporator is as follows: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

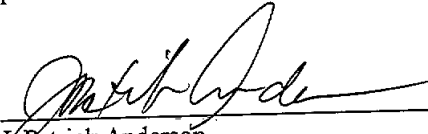
ARTICLE IX

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 29th day of February, 2000.


J. Patrick Anderson

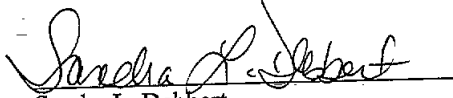
I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


J. Patrick Anderson
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, J. Patrick Anderson, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 29th day of February, 2000.


Sandra L. Debbert
Notary Public
State of Florida at Large
My Commission Expires:

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