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FILED
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WEST PALM BEACH, FLORIDA

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May 4, 2000

State of Florida
Division of Corporation
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314-6327

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-05/08/00--01050--010
*****78.75 *****78.75

Re: Articles of Incorporation - Williams' Transportation Enterprises, Inc.

Dear Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above referenced subject matter. Please file the original in your office, and certify, and return to me one certified copy. Also, enclosed is a check in the amount of \$78.75 for the filing fee and a certified copy. Thank you for your immediate attention to this matter.

Very truly yours,

Andrew DeGraffenreidt III
Andrew DeGraffenreidt, III
Attorney at Law

ENCLOSURE

D. BROWN MAY 10 2000

ARTICLES OF INCORPORATION
OF
WILLIAMS' TRANSPORTATION ENTERPRISES INC.

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CLERK OF DISTRICT COURT
WILLIAMS' TRANSPORTATION ENTERPRISES INC.

ARTICLE I

CORPORATE NAME

The name of this corporation is WILLIAMS' TRANSPORTATION ENTERPRISES INC., and its principal place of business shall be located at 4156 NW 48TH Avenue, Lauderdale Lakes, FL 33311

ARTICLE II

CORPORATE NATURE

This is a corporation that shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III- PURPOSES

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE-IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is NW 48TH AVENUE, LAUDERDALE LAKES, FL 33311, and the name of the initial registered agent of this corporation at that address is CARNEZ WILLIAMS.

ARTICLE VII - DIRECTORS

Initially, this corporation shall one Director who shall serve until successors shall be elected or appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than two (2) directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial directors are as follows:

NAME	ADDRESS
TAMEKA PATRICE WILLIAMS	4156 NW 48 TH AVENUE, LAUDERDALE LAKES, FL 33311
CARNEZ WILLIAMS	4156 NW 48 TH AVENUE LAUDERDALE LAKES, FL 33311

ARTICLE -VIII -OFFICERS

The name and address of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

NAME	ADDRESS
TAMEKA PATRICE WILLIAMS PRESIDENT	4156 NW 48 TH AVENUE, LAUDERDALE LAKES, FL 33311
CARNEZ WILLIAMS VICE PRESIDENT	4156 NW 48 TH AVENUE LAUDERDALE LAKES, FL 33311

ARTICLE - IX - INCORPORATORS

The name and address of the Incorporators signing these articles is:

NAME	ADDRESS
TAMEKA PATRICE WILLIAMS PRESIDENT	4156 NW 48 TH AVENUE, LAUDERDALE LAKES, FL 33311
CARNEZ WILLIAMS VICE PRESIDENT	4156 NW 48 TH AVENUE LAUDERDALE LAKES, FL 33311

ARTICLE - X-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former officer or Director, to the full extent permitted by law, No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer as provided in section 607.0831, Florida Statutes (1998).

ARTICLE- XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: May 4, 2000.

By Tameka Williams
TAMEKA PATRICE WILLIAMS
Incorporator

By Carnez Williams
CARNEZ WILLIAMS
Incorporator

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CLERK OF DISTRICT COURT
HALL COUNTY, FLORIDA

CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that WILLIAMS' TRANSPORTATION ENTERPRISES INC.,
desiring to organize or qualify under the laws of the State of Florida, has
named CARNEZ WILLIAMS as its agent to accept service of process within
Florida.

Dated: May 4, 2000.

By 
CARNEZ WILLIAMS
Incorporator

By 
TAMEKA PATRICE WILLIAMS
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

I, CARNEZ WILLIAMS having been named as registered agent and to
accept service of process for the above started corporation, at the place
designated in this certificate, I hereby 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 agent.

Dated: May 4, 2000.

By 
CARNEZ WILLIAMS
Registered Agent