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Department of State
Division of corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/29/00--01066--021
****122.50 ****78.75

Re: GEM OF THE HILLS TRANSPORTATION INC.
10353 CARLSON CIRCLE
CLERMONT, FLORIDA 34711

FILED
00 JUN 29 PM 1:30
TALLAHASSEE, FLORIDA

Dear Department of State:

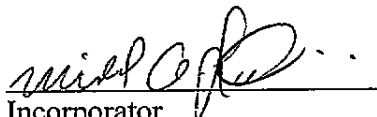
I am enclosing an original and one copy of the Articles of Incorporation for the above proposed corporation. [I reserved the above corporate name with your office pursuant to reservation # _____], dated 06/09/00

Also enclosed is a check/ money order in the amount of \$ 122.50 in payment of the following fees

Filing Fee	\$ 35.00
Certified copy fee	<u>52.50</u>
Registered Agent fee	<u>35.00</u>
Charter Tax	<u>00.00</u>
 TOTAL	 122.50

Please file the original articles and return the certified copy to me at the above address.

Sincerely,


Incorporator
MICHAEL A. LAMOLLI

S. Thompeon JUL 03 2000

ARTICLES OF INCORPORATION
OF
GEM OF THE HILLS TRANSPORTATION INC.

FILED
00 JUN 29 PM 1:30
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

ONE: The name of the corporation is GEM OF THE HILLS
TRANSPORTATION INC.

TWO: The duration of the corporation shall be perpetual.

THREE: The address of the corporation is: 10353 CARLSON CIRCLE
CLERMONT, FLORIDA 34711

FOUR: The general purpose or purposes for which this corporation is being formed are to operate a general Freight Trucking and Long and Short-Distance Transportation Company and any other lawful business activity for which corporation may be incorporated under Chapter 607 of the Florida Statutes.

FIVE: The aggregate number of shares, which the corporation shall have authority to issue is
ONE THOUSAND (1,000) common shares
having a value of \$ 1.00 per share.

SIX: The registered agent and the street address of the initial registered office of the corporation in the state of Florida is:

Name	Address
<u>MICHAEL A. LAMOLLI</u>	<u>10353 CARLSON CIRCLE CLERMONT, FLORIDA 34711</u>

The internal affairs of the corporation shall be governed by the Bylaws of the Corporation, which shall be adapted at the meeting of the Board of Directors.

SEVEN: The number of directors constituting the initial board of directors is 3 and the name and address of each person who is to serve as a member thereof

is as follows:

Name	Address
<u>MICHAEL A LAMOLLI</u>	<u>10353 CARLSON CIRCLE</u> <u>CLERMONT, FLORIDA 34711</u>

<u>JACQUELINE LAMOLLI</u>	<u>10353 CARLSON CIRCLE</u> <u>CLERMONT, FLORIDA 34711</u>
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<u>JOHN D. LAMOLLI</u>	<u>10353 CARLSON CIRCLE</u> <u>CLERMONT, FLORIDA 34711</u>
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EIGHT: The name and address of the sole incorporator is:

Name	Address
<u>MICHAEL A. LAMOLLI</u>	<u>10353 CARLSON CIRCLE</u> <u>CLERMONT, FLORIDA 34711</u>

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these articles of Incorporation

DATED: _____


MICHAEL A. LAMOLLI

FILED
00 JUN 29 PM 1:30
SEMINOLE COUNTY
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF SEMINOLE

I, HEREBY CERTIFY that on this day, before me, a Notary Public authorized
In the state and county named above to take acknowledgments, personally appeared
to me known to be the person described MICHAEL A. LAMOLLI
as the subscriber in and who executed the foregoing Articles of Incorporation, and
Acknowledged before me that he/ she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this

9th day of JUNE, 2000.



Notary Public

My commission expires: 12/13/2002

I, the undersigned, hereby accept the appointment as Registered Agent of the above
noted corporation. I am familiar with, and accept the obligations of, Section 607.325 of
the Florida Statutes.



