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**BRUCE G. SHAFFNER, P.A.**

*Attorney At Law*

**Bruce G. Shaffner**  
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June 29, 2000

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

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-07/03/00--01135--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subject: ARTICLES OF INCORPORATION OF FREIGHT GROUP FLORIDA,  
INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a  
check for \$78.75, filing fee & certificate of status.

FROM: BRUCE G. SHAFFNER, P.A.  
400 SE 12TH STREET, BUILDING A  
FORT LAUDERDALE, FLORIDA 33316

Sincerely,

  
Bruce G. Shaffner, Esq.

Enclosures

BGS:kv

FILED  
00 JUL -3 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JK 7/6

**ARTICLES OF INCORPORATION  
OF  
FREIGHT GROUP FLORIDA, INC.**

**FILED**  
00 JUL -3 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation shall be: FREIGHT GROUP FLORIDA Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III - NATURE OF BUSINESS**

The purpose or purposes for which the corporation is organized is to transport and distribute goods, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the laws of the state, territory, district or possession of the United States, or by the foreign country.

**ARTICLE IV - AUTHORIZED SHARES**

**Number.** The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock with a par value of \$1.00 per share.

**Initial Issue:** An initial 100 shares of Capital Stock of the corporation shall be issued for cash at a value of \$1.00 per share.

**Stated Capital:** The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

**Classes of Stock:** The shares of the corporation are not to be divided into classes. There shall be one class known as common shares.

#### **ARTICLE V – PRINCIPAL OFFICE**

The principal place of business of said corporation is to be located at: 8601 Northwest 81st Road, Suite #5, Miami, Florida 33166, and the name of the initial Registered Agent at such address is RON SPURLOCK. The Corporation retains the privilege, however, of having branch offices or places of business at any other place, or places, within or without the State of Florida, or in foreign countries.

#### **ARTICLE VI – CONDUCT OF BUSINESS**

The business of this corporation shall be conducted by a Board of Directors, which shall consist of no less than one (1) and no more than three (3) persons, who need not be residents of the State of Florida or shareholders of the corporation.

## **ARTICLE VII – FIRST BOARD OF DIRECTORS**

The name and post office addresses of the first Board of Directors who shall hold office from the organization of this corporation to the first Annual Meeting of shareholders, or until their successors are elected and have qualified, are as follows:

Name	Address
RON SPURLOCK	4180 A1A South St. Augustine, Florida 32086
J. MICHAEL MITCHEM	2008 SE Kilmallie Ct. Port St. Lucie, Fl. 34952

## **ARTICLE VIII – INCORPORATOR**

The name and address of the initial Incorporator of these Articles of Incorporation is:

Name	Address
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RON SPURLOCK	4180 A1A South St. Augustine, Florida 32086
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## **ARTICLE IX – SHAREHOLDER ACTION**

An Affirmative vote of a majority of the shares of the Corporation shall be required for any shareholder action.

## **ARTICLE X – AMENDMENTS**

The Certificate of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders, proposed to them by the Director(s), at a stockholder's meeting, after due notice, by three-fourths of the stock entitled to vote thereon and present at the said meeting.

## **ARTICLE XI – PREEMPTIVE RIGHTS**

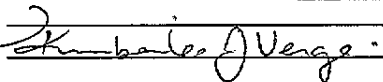
The corporation and thereafter holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed

by the Board of Directors, such of the shares of stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any shareholder is determined by the ratio of the authorized and issued shares of common stock held by that holder as compared to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation, at Miami, Dade County, Florida, this 27th day of June, 2000.

  
RON SPURLOCK  
INCORPORATOR

Signed, Sealed and Delivered  
in the Presence of:



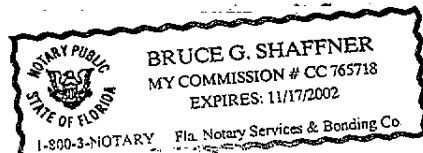
STATE OF FLORIDA     )  
                                      :SS  
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 27th day of June, 2000, by RON SPURLOCK, who did take an oath.

Signature of person taking acknowledgment



Typed or printed name of person taking acknowledgment  
Notary Public, State of Florida



☒ Personally known

☐ Identification Produced

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

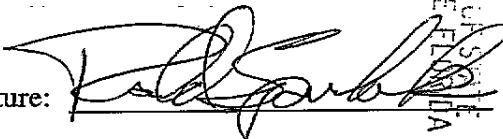
Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

FREIGHT GROUP FLORIDA, Inc.

2. The name and address of the registered agent and office is:

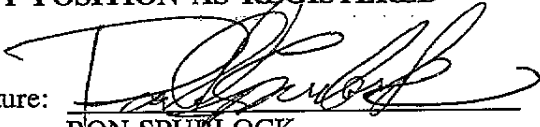
RONALD SPURLOCK  
8601 Northwest 81st Road, Suite 5  
Miami, Florida 33166

Signature: 

Title: Secretary/Treasurer

Date: 4/27/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 AGENT.

Signature: 

RON SPURLOCK

Date: June 27, 2000

FILED  
00 JUL -3 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA