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November 7, 2000

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32399

300003457183--3
-11/08/00--01046--005
****122.50 *****78.75

Re: GRC Transportation, Inc.

Dear Madam or Sir:

Enclosed you will find the original Articles of Incorporation for the above-referenced corporation as well as our check in the amount of \$122.50 to cover the costs of filing fees. After the Articles of Incorporation are filed, please return a certified copy of the Articles and Designation of Registered Agent to this office.

Thank you for your cooperation and assistance. If you have any questions, please do not hesitate to call.

Best regards,


Thomas M. VanNess, Jr.

TMV:cb.
Encls. (as stated)

FILED
00 NOV - 7 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj 11/9

**ARTICLES OF INCORPORATION
OF
GRC TRANSPORTATION, INC.**

FILED
00 NOV -7 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, **GALEN R. CLYMER**, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be: GRC TRANSPORTATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation, shall be:

Principal Place of Business: 521 West Fort Island Trail
Crystal River, FL 34429

Mailing Address: Post Office Box 979
Homosassa, FL 34447

ARTICLE III - DURATION

The duration of the Corporation is perpetual.

ARTICLE IV - PURPOSE

The general purpose for which the Corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Act (F.S.A. Chapter 607).

ARTICLE V - CAPITAL STOCK

The number of shares of stock, the par value, and class of said stock that this Corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of common stock, having no par value.

ARTICLE VI - REGISTERED OFFICE & AGENT

The street address of the corporation's initial registered office is 521 West Fort Island Trail, Crystal River, FL 34429, and the name of its initial registered agent at that office is GALEN R. CLYMER.

ARTICLE VII - BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The number of directors constituting the initial Board of Directors is One (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than One (1). The name and address of the initial Director of the Corporation are as follows:

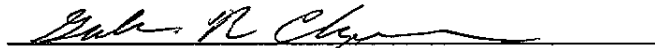
GALEN R. CLYMER
Post Office Box 979
Homosassa Springs, FL 34447

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation are as follows:

GALEN R. CLYMER
521 West Fort Island Trail
Crystal River, FL 34429

The undersigned Incorporator has\have executed these Articles of Incorporation this 6th day of NOVEMBER, 2000


GALEN R. CLYMER, Incorporator

STATE OF FLORIDA
COUNTY OF CITRUS

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Before me personally appeared GALEN R. CLYMER, who produced DRIVER'S
LICENSE as identification and who ~~did~~ (did not) take an oath, and who
acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of NOVEMBER, 2000.



Cheryl W. Brogan
MY COMMISSION # CC625002 EXPIRES
February 15, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

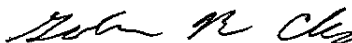
Cheryl W. Brogan
NOTARY PUBLIC
Printed Name: CHERYL W. BROGAN

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

PURSUANT TO THE PROVISIONS OF SECTION 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: GRC TRANSPORTATION, INC.
2. The name and address of the registered agent and office are:

GALEN R. CLYMER
521 West Fort Island Trail
Crystal River, FL 34429



GALEN R. CLYMER
President
Date: 11/6/00

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 agent.



GALEN R. CLYMER
Registered Agent
Date: 11/6/00

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00 NOV - 7 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA