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LAW OFFICES
MARTIN SACK, JR.

2064 PARK STREET
JACKSONVILLE, FLORIDA 32204
TELEPHONE (904) 387-0085
FAX (904) 384-0664

November 20, 2000

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

300003474753--1
-11/22/00-01076-026
*****78.75 *****78.75

Gentlemen:

I enclose for filing Articles of Incorporation and Designation of Registered Agent of **Atlantic Logistics, Inc.**, together with check to your order in the sum of \$78.75 as follows:

Filing Articles of Incorporation	\$35.00
Filing of Designation of Registered Agent	\$35.00
Certified Copy of Articles of Incorporation	\$ 8.75
	<u>\$78.75</u>

Yours truly,

Martin Sack Jr.

MSjr/hl
Enclosures

cc: Atlantic Logistics, Inc.

EFFECTIVE DATE
11-20-00

FILED
00 NOV 22 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 11-28

ARTICLES OF INCORPORATION

OF

ATLANTIC LOGISTICS, INC.

EFFECTIVE DATE
11-20-00

FILED
00 NOV 22 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I

The name of the corporation is:

Atlantic Logistics, Inc.

II

The principal office, or the mailing address of the corporation is:

12807 Bay Plantation Drive, Jacksonville, Florida 32223

III

The number of shares the corporation is authorized to issue is:

10,000 Shares Common Stock, \$1.00 par value per Share

IV

The street address of the corporation's initial registered office and
the name of its initial registered agent at that office is:

Robert W. Hooper
12807 Bay Plantation Drive, Jacksonville, FL 32223

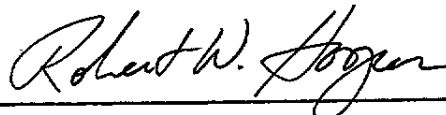
V

The name and address of each incorporator is:

Robert W. Hooper
12807 Bay Plantation Drive, Jacksonville, FL 32223

EFFECTIVE DATE OF BEGINNING OF CORPORATE EXISTENCE:

November 20, 2000



Robert W. Hooper - Incorporator

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: Atlantic Logistics, Inc.

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

Robert W. Hooper

(NAME)

12807 Bay Plantation Drive

(P.O. BOX NOT ACCEPTABLE)

Jacksonville, Florida 32223

(CITY/STATE/ZIP)

FILED
00 NOV 22 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Robert W. Hooper
(corporate officer)

TITLE

Robert W. Hooper, Vice President

DATE

November 20, 2000

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.

SIGNATURE

Robert W. Hooper
Robert W. Hooper

DATE

November 20, 2000