

PO1000022431

*James W. Denhardt*  
*Attorney at Law*

FILED

01 FEB 28 PM 2:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*2700 First Avenue North*  
*St. Petersburg, Florida 33713*

*Telephone (727) 327-3400*  
*Facsimile (727) 323-0888*

February 22, 2001

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

800003789778--4  
-02/28/01--01072--008  
\*\*\*122.50 \*\*\*78.75

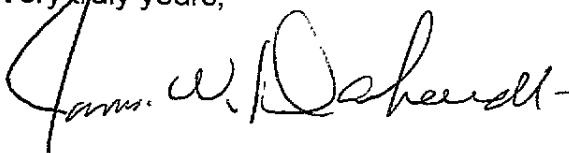
RE: E-Way Logistics, Inc.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for Service of Process Within this State and Naming Agent Upon whom Process May be Served for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 for your filing fees.

Please return a certified copy to this office.

Very truly yours,



James W. Denhardt

Enclosures

JWD/law  
55112221.LSS

CB 32

**ARTICLES OF INCORPORATION  
OF  
E-WAY LOGISTICS, INC.**

FILED  
01 FEB 28 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE - NAME**

The name of the corporation is E-WAY LOGISTICS, INC.

**ARTICLE TWO - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE - PURPOSE**

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR - CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 10,000, all of which shall be common shares with no par value.

**ARTICLE FIVE - PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 2971 Longbrooke Way, Clearwater, Florida 33760.

#### **ARTICLE SIX - REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 2700 First Avenue North, St. Petersburg, Pinellas County, Florida 33713, and the name of the initial registered agent at such address is JAMES W. DENHARDT.

#### **ARTICLE SEVEN - DIRECTORS**

The Board of Directors of the corporation shall consist of not less than 2 members, nor more than eleven (11) members. The names and addresses of the initial Directors are:

Norman L. Reed  
2971 Longbrooke Way  
Clearwater, Florida 33760

John A. Moschella  
6415 Northwest 43rd Terrace  
Coconut Creek, Florida 33073

John Weiland  
25326 Tradewinds Drive  
Land-o-Lakes, Florida 34639

Bert Cremer  
16 North Hercules Avenue  
Clearwater, Florida 33765

#### **ARTICLE EIGHT - INCORPORATOR**

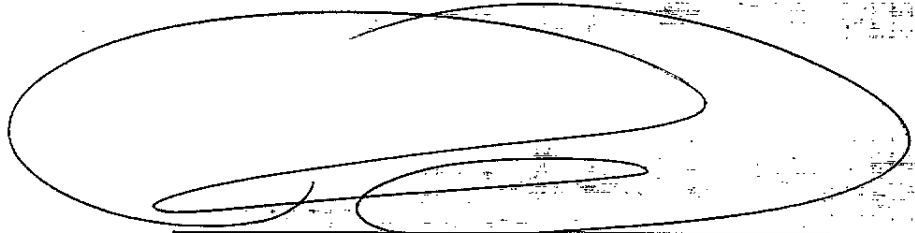
The name and address of the Incorporator are:

Norman L. Reed  
2971 Longbrooke Way  
Clearwater, Florida 33760

#### **ARTICLE NINE - COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 22nd day of  
February, 2001.



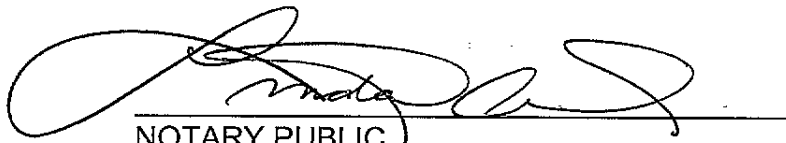
NORMAN L. REED, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared NORMAN L. REED, who is personally known to me, or who produced Florida Driver License identification, and who did take an oath, and he acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

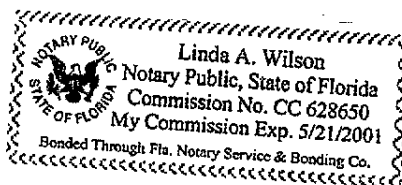
WITNESS my official hand and seal at St. Petersburg, Pinellas County, Florida, this 22nd day of February, 2001.



NOTARY PUBLIC

My Commission Expires: 5/21/2001

55112221.AOI

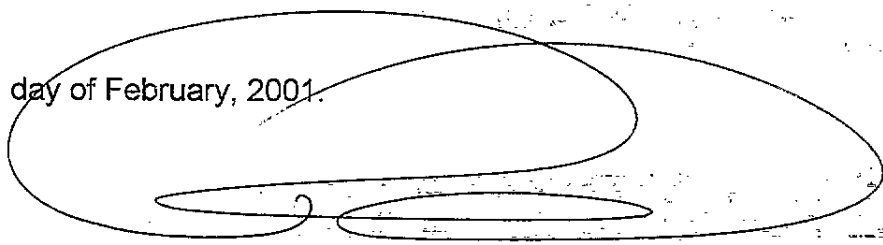


**Certificate Designating Place of Business for Service of Process Within this State, Naming Agent Upon Whom Process May Be Served**

The following is submitted in compliance with Section 48.091, Florida Statutes:

E-WAY LOGISTICS, INC. has named JAMES W. DENHARDT, whose address is 2700 First Avenue North, St. Petersburg, Florida, as its agent to accept service of process within this State.

DATED this 22nd day of February, 2001.

A large, stylized handwritten signature in black ink, appearing to read 'Norman L. Reed', is written over a horizontal line.

NORMAN L. REED, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for E-WAY LOGISTICS, INC., I hereby agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 22nd day of February, 2001.

A handwritten signature in black ink, appearing to read 'James W. Denhardt', is written over a horizontal line.

JAMES W. DENHARDT, Registered Agent

FILED  
01 FEB 28 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA