

PO1000032261

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR 29 PM 2:30

FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- Diversified Intermodal Services, Inc.

2- _____

3- _____

4- _____

DIVISION OF CORPORATION

01 MAR 29 AM 11:50

RECEIVED

☒ Walk-in

☐ Pick-up time ASAP

☐ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-03/29/01--01069--025

*****78.75 *****78.75

Examiner's Initials

T. SMITH MAR 29 2001

✓

ARTICLES OF INCORPORATION

of

DIVERSIFIED INTERMODAL SERVICES, INC.

The undersigned Subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a Florida professional service corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

DIVERSIFIED INTERMODAL SERVICES, INC.

ARTICLE II. PURPOSE

This corporation is organized for the following purpose:

Transportation and Equipment Sales and Services.

The purposes of this corporation shall be carried out only through officers, employees and agents, each of whom is licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is:

7,500 shares of \$1.00 par value Common Stock

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred and no/100 (\$500.00) Dollars.

ARTICLE V. TERM

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The post office address of the principal office of this corporation in the State of Florida is:

2123 Intracoastal Sound Drive East, Jacksonville, FL 33124

The Board of Directors may from time to time move the office to any other place in Florida.

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TALLAHASSEE, FLORIDA

ARTICLE VII. DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. Any Director may be removed at any time, with or without cause, by the stockholders having the right and entitled to vote at a meeting called for that purpose.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors of this corporation are:

Joseph C. DaSilva
2123 Intracoastal Sound Drive East
Jacksonville, Florida 33124

Audrey M. DaSilva
2123 Intracoastal Sound Drive East
Jacksonville, Florida 33124

ARTICLE VIII-A. REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 12 East Bay Street, Jacksonville, Florida 32202-3427, and the initial Registered Agent at said office shall be DALE A. BEARDSLEY, ESQUIRE.

ARTICLE IX. SUBSCRIBERS AND INCORPORATORS

The names and post office addresses of the Subscribers of these Articles of Incorporation are:

DALE A. BEARDSLEY, ESQUIRE
12 East Bay Street
Jacksonville, Florida 32202-3427

ARTICLE X. MISCELLANEOUS

This corporation shall have the right to amend or repeal any provision contained in these Articles of Incorporation and any right conferred upon the stockholders is subject to this provision.

Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a Director in this corporation.

The stockholders, or any two or more of them, may by agreement recorded in the minute book of this corporation impose such restrictions on the sale, transfer or encumbrance of the stock in this corporation owned by the Subscribers to such

agreement as they may see fit. The bylaws of this corporation may impose any restrictions on the sale, transfer or encumbrance of the stock of this corporation as may be lawful under the statutes and laws of the State of Florida when such bylaw is adopted or amended.

Any Subscriber or stockholder present at any meeting, either in person or by proxy, and any Director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its Directors, or between the corporation and any firm of which one or more of its Directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its Directors are shareholders, members, Directors, officers, or employees or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve or ratify such contract or transaction by a vote of a majority of the directors present, such interested Director or Directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. These provisions shall not be construed to invalidate any contract or other transaction which would otherwise be valued under the common law and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI. INDEMNITY

This corporation is authorized to indemnify any Director, officer, or employee, or former Director, officer or employee of this corporation, or any person who may have served at its request as a Director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such Director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding

duty. This corporation may also reimburse to any Director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the Directors of this corporation not involved in the matter in controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such Director, officer, or employee was not guilty of negligence or misconduct. Such indemnification or reimbursement shall not preclude such Director, officer, or employee from exercising any rights to which he may be entitled under the bylaws or otherwise.

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law. Furthermore, the directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 27th day March, 2001.



DALE A. BEARDSLEY, ESQUIRE (SEAL)

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

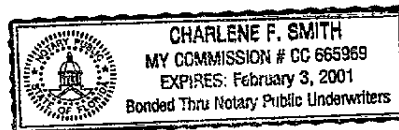
DALE A. BEARDSLEY, ESQUIRE

to me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 27th day of March, 2001.

Charlene F. Smith

Notary Public, State of Florida
My Commission Expires:

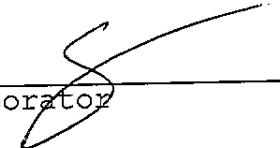


CERTIFICATE

DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE.

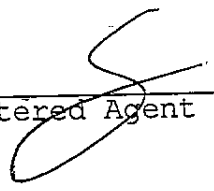
Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That **DIVERSIFIED INTERMODAL SERVICES, INC.**, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of Duval, State of Florida, has named DALE A. BEARDSLEY, ESQUIRE, as its agent to accept service or process within the State of Florida.


Incorporator

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open.


Registered Agent

Corporat.e\diversified.articles

FILED
01 MAR 29 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA