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01 MAY 18 AM 10:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALIDATION ONLY

5/17/01.

Requestor's Name

Address

City

State

Zip

Phone

CORPORATION(S) NAME

200004262642-2
-05/18/01--01020--017
*****78.75 *****78.75

Rio Express Trucking, Inc.

DIVISION OF CORPORATION

01 MAY 18 AM 9:22



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Pick Up
<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out	

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PO 5/18/01 -

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ARTICLES OF INCORPORATION

OF

RIO EXPRESS TRUCKING, INC.

01 MAY 18 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, have executed the following document for the purpose of forming above named corporation under the laws of the State of Florida, and as incorporator, hereby adopts the following Articles of Incorporation.

ARTICLE I- NAME

RIO EXPRESS TRUCKING, INC.

5088 NW 43 COURT
LAUDERDALE LAKES, FL 33319

ARTICLE II- DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transporting legal commodities of all types and kinds, interstate to interstate and transporting commodities outstate if deemed necessary via land transport using a heavy duty Kenworth truck, to the public and private sector and to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended including but not limited to the transportation of commodities via truck driving.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial register office of this corporation is:
5088 NW 43 COURT
LAUDERDALE LAKES, FL 33319

The name of the initial registered agent of this corporation at that address is:
EUPHEMA MARSTON

ARTICLE VII- INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have two directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five.

EUPHEMA E. MARSTON 5088 NW 43 COURT LAUDERDALE LAKES, FL 33319

NOEL S. SMITH 5088 NW 43 COURT LAUDERDALE LAKES, FL 33319

ARTICLE VIII- A - INCORPORATOR

The name and address of the Incorporator shall be:
EUPHEMA E. MARSTON

5088 NW 43 COURT
LAUDERDALE LAKES, FL 33319


ARTICLE VIII - INDEMNIFICATION

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 16th day of May 2001.



Incorporator/President



Vice President

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

First that RIO EXPRESS TRUCKING, INC. Desiring to organize under the
(Name Of Corporation)

laws of the State of FLORIDA with its principal office, as indicated in the articles of
(Florida)

incorporation has named EUPHEMA E. MARSTON located at LAUDERDALE LAKES County of ...
(Name of Registered Agent) (City)

BROWARD State of Florida, as its agent to accept service of process within this state.
(Country)

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



Registered agent